

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
---	---	---

Part I	Annual Report Identification Information		
For calendar plan year 2010 or fiscal plan year beginning <u>06/28/2010</u> and ending <u>06/27/2011</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☐ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☒		
D Check box if filing under:	☒ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES</u>	1b Three-digit plan number (PN) ►	<u>020</u>	
	1c Effective date of plan	<u>06/28/2007</u>	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>ROYAL APPLIANCE MFG. CO.</u> <u>7005 COCHRAN ROAD</u> <u>GLENWILLOW, OH 44139</u>	2b Employer Identification Number (EIN) <u>34-1350353</u>	2c Sponsor's telephone number <u>440-996-2000</u>	2d Business code (see instructions) <u>335200</u>

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>04/16/2012</u>	<u>MICHELE YANOSKO</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2010)
v.092307.1

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

ROYAL APPLIANCE MFG. CO.

7005 COCHRAN ROAD
GLENWILLOW, OH 44139**3b** Administrator's EIN

34-1350353

3c Administrator's telephone number

440-996-2000

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:**a** Sponsor's name**4b** EIN**4c** PN**5** Total number of participants at the beginning of the plan year**5**

606

6 Number of participants as of the end of the plan year (welfare plans complete only lines **6a**, **6b**, **6c**, and **6d**).**a** Active participants.....**6a**

0

b Retired or separated participants receiving benefits.....**6b**

226

c Other retired or separated participants entitled to future benefits.....**6c**

373

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

599

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e**

0

f Total. Add lines **6d** and **6e**.....**6f**

599

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g****h** Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

0

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

1A 1C 1G 1I

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:**9a** Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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)

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

For calendar plan year 2010 or fiscal plan year beginning 06/28/2010 and ending 06/27/2011

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

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

A Name of plan <u>THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>020</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>ROYAL APPLIANCE MFG. CO.</u>	D Employer Identification Number (EIN) <u>34-1350353</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>06</u> Day <u>28</u> Year <u>2010</u>	
2 Assets:	
a Market value	2a <u>5036434</u>
b Actuarial value	2b <u>4969264</u>
3 Funding target/participant count breakdown	
	(1) Number of participants (2) Funding Target
a For retired participants and beneficiaries receiving payment	3a <u>221</u> <u>11568697</u>
b For terminated vested participants	3b <u>385</u> <u>1097392</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>0</u>
(2) Vested benefits	3c(2) <u>0</u>
(3) Total active	3c(3) <u>0</u>
d Total	3d <u>606</u> <u>12666089</u>
4 If the plan is at-risk, check the box and complete items (a) and (b) ☒	
a Funding target disregarding prescribed at-risk assumptions	4a <u>12666089</u>
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b <u>12666089</u>
5 Effective interest rate	5 <u>6.40</u> %
6 Target normal cost	6 <u>0</u>

Statement by Enrolled Actuary

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

SIGN HERE	<u>04/05/2012</u>
Signature of actuary	Date
<u>JEFFREY A. SCHAPPEL, EA</u>	<u>11-07786</u>
Type or print name of actuary	Most recent enrollment number
<u>CBIZ BENEFITS & INSURANCE, INC.</u>	<u>216-447-9000</u>
Firm name	Telephone number (including area code)
<u>6050 OAK TREE BLVD, SUITE 500</u> <u>CLEVELAND, OH 44131</u>	
Address of the firm	

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

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

Schedule SB (Form 5500) 2010
v.092308.1

Part II	Beginning of year carryover and prefunding balances	(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)		
9	Amount remaining (Item 7 minus item 8).....	0	0
10	Interest on item 9 using prior year's actual return of _____ %		
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		1084336
b	Interest on (a) using prior year's effective rate of <u>7.40</u> %		80241
c	Total available at beginning of current plan year to add to prefunding balance		1164577
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	0	0

Part III	Funding percentages		
14	Funding target attainment percentage.....	14	39.23 %
15	Adjusted funding target attainment percentage.....	15	39.23 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	28.77 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	39.23 %

Part IV	Contributions and liquidity shortfalls	
18 Contributions made to the plan for the plan year by employer(s) and employees:		
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
07/29/2011	2500000	
Totals ►		18(b) 2500000
		18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a	Contributions allocated toward unpaid minimum required contribution from prior years.....	19a 0
b	Contributions made to avoid restrictions adjusted to valuation date	19b 0
c	Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 2310512
20 Quarterly contributions and liquidity shortfalls:		
a	Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b	If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c	If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
(4) 4th		
0		

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

21 Discount rate:				
a Segment rates:	1st segment: 4.44 %	2nd segment: 6.62 %	3rd segment: 6.74 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☒ Prescribed - combined ☐ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	7696825	1706047
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	1706047
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement		Total balance
36 Additional cash requirement (item 34 minus item 35).....	36	1706047
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	2310512
38 Interest-adjusted excess contributions for current year (see instructions).....	38	604465
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 06/28/2010 and ending 06/27/2011		
A Name of plan THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES	B Three-digit plan number (PN) ▶	020
C Plan sponsor's name as shown on line 2a of Form 5500 ROYAL APPLIANCE MFG. CO.	D Employer Identification Number (EIN) 34-1350353	

Part I	Service Provider Information (see instructions)
---------------	--

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

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

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

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

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

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

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

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

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

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

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

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

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

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

FIRST MERIT BANK, NA

101 WEST PROSPECT AVE
SUITE 350
CLEVELAND, OH 44115

34-0220600

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning **06/28/2010** and ending **06/27/2011**

A Name of plan THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES	B Three-digit plan number (PN) ►	020
C Plan sponsor's name as shown on line 2a of Form 5500 ROYAL APPLIANCE MFG. CO.	D Employer Identification Number (EIN) 34-1350353	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	2000000	2500000
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3036434	3609614
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5036434	6109614

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5036434	6109614
---	-----------	---------	---------

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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2500000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		2500000

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1812	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1812

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2501812

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1422632	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		1422632
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	6000	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		6000
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1428632

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1073180
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☐ Unqualified (2) ☒ Qualified (3) ☐ 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: DELOITTE & TOUCHE LLP

(2) EIN: 13-3891517

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 06/28/2010 and ending 06/27/2011		
A Name of plan THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES		B Three-digit plan number (PN) ► 020
C Plan sponsor's name as shown on line 2a of Form 5500 ROYAL APPLIANCE MFG. CO.		D Employer Identification Number (EIN) 34-1350353
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3 9
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☐ No ☒ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 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:

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

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

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

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

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

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

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

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

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

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

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

The Hoover, Inc. Retirement Plan for Certain Union Employees

Financial Statements as of and for the
Years Ended June 27, 2011 and 2010,
Supplemental Schedules as of and for the
Year Ended June 27, 2011, and
Independent Auditors' Report

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS:	
Statements of Net Assets Available for Benefits as of June 27, 2011 and 2010	2
Statements of Changes in Net Assets Available for Benefits for the Years Ended June 27, 2011 and 2010	3
Notes to Financial Statements as of and for the Years Ended June 27, 2011 and 2010	4–10
SUPPLEMENTAL SCHEDULES:	
Form 5500, Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year) as of June 27, 2011	12
Form 5500, Schedule H, Part IV, Line 4j — Schedule of Reportable Transactions for the Year Ended June 27, 2011	13
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Hoover, Inc. Retirement Plan for
Certain Union Employees:

We were engaged to audit the financial statements and supplemental schedules of The Hoover, Inc. Retirement Plan for Certain Union Employees (the "Plan") as of June 27, 2011 and 2010, and for the years then ended, listed in the Table of Contents. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by FirstMerit Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from the trustee that the information as of and for the years ended June 27, 2011 and 2010, 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 express, and we do not express, an opinion on the accompanying financial statements and supplemental schedules. The supplemental schedules are presented for the purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Deloitte & Touche LLP

April 16, 2012

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF JUNE 27, 2011 AND 2010

	2011	2010
ASSETS:		
Employer contribution receivable	\$ 2,500,000	\$ 2,000,000
Investments — money market funds — at fair value	<u>3,609,614</u>	<u>3,036,434</u>
Total assets	<u>6,109,614</u>	<u>5,036,434</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

	2011	2010
ADDITIONS:		
Employer contribution	\$ 2,500,000	\$ 3,000,000
Investment income — interest	<u>1,812</u>	<u>669</u>
Total additions	<u>2,501,812</u>	<u>3,000,669</u>
DEDUCTIONS:		
Benefits provided to participants	(1,422,632)	(1,474,526)
Plan expenses	<u>(6,000)</u>	<u>(4,500)</u>
Total deductions	<u>(1,428,632)</u>	<u>(1,479,026)</u>
NET INCREASE	1,073,180	1,521,643
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,036,434</u>	<u>3,514,791</u>
End of year	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

1. DESCRIPTION OF THE PLAN

The following description of The Hoover, Inc. Retirement Plan for Certain Union Employees (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

General — The Plan is a defined benefit pension plan covering certain union employees of Hoover, Inc. (the “Company”). Royal Appliance Mfg. Co. (“Royal”), a wholly owned subsidiary of Techtronic Industries, Co. Ltd., acquired certain assets of the Hoover business effective January 31, 2007 from Maytag Corporation. In connection with the acquisition, Royal assumed all rights and responsibilities of the Company, including the administration of certain retirement plans. The Plan was created on June 28, 2007, to provide retirement benefits to qualifying union employees of the Company, many of whom previously accrued retirement benefits under another Company plan, which were frozen upon the formation of the Plan. Participants of the Plan were credited for past service with the Company prior to the formation of the Plan. All participants were immediately 100% vested in their accrued retirement benefits. Royal controls and manages the operation and administration of the Plan and FirstMerit Bank, N.A. serves as the trustee. An investment manager manages the Plan’s investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974.

Pension Benefits — Pension benefits are provided to participants under several types of retirement options, cash balance formula or traditional benefit formula, based upon years of continuous service and age. Retirement benefits are paid to pensioners or beneficiaries in various forms of joint and survivor annuities, including a lump-sum payment option.

On June 29, 2008, the Plan was amended to freeze participants’ plan benefits. Participants will no longer accrue benefits for service and no new employees are eligible to participate in the Plan. Only years of service and compensation earned prior to June 29, 2008, will be considered in the determination of retirement benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan utilizes limited types of investment securities, including money market funds. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition — Investments are stated at fair value. Fair value of a financial instrument is the amount 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. If available, quoted market prices are used to value investments. Money market funds are valued at net asset value (NAV) derived from the quoted market prices of the underlying investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Expenses — Administrative expenses of the Plan can be paid out of Plan assets or by the Plan Sponsor, at the discretion of the Plan Sponsor. The Plan sponsor provides accounting and other administrative services to the Plan at no charge.

Payment of Benefits — Benefit payments to participants are recorded upon distribution.

New Accounting Standards

ASU No. 2010-06 — In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2010-06, *Improving Disclosures about Fair Value Measurements*, which amends ASC 820, *Fair Value Measurement*, adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which will be effective for fiscal years beginning after December 15, 2010. The Plan prospectively adopted the new guidance in 2011, except for the Level 3 reconciliation disclosures, which are required in 2012. The adoption in 2011 did not materially affect, and the future adoption is not expected to materially affect, the Plan's financial statements.

ASU No. 2011-04 — In May 2011, the FASB issued ASU No. 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*, which amends ASC 820. ASU 2011-04 also requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2. In addition, the ASU provides guidance on measuring the fair value of financial instruments managed within a portfolio and the application of premiums and discounts on fair value measurements. The ASU requires additional disclosure for Level 3 measurements regarding the sensitivity of fair value to changes in unobservable inputs and any interrelationships between those inputs. The new guidance is effective for reporting periods beginning after December 15, 2011. The adoption will not have a material effect on the statement of net assets available for benefits and statement of changes in net assets available for benefits. Plan management has not determined the impact on the disclosures in the financial statements.

3. FUNDING POLICY

Contributions to provide benefits under the Plan are made solely by the Company. The Company's funding policy is to make cash contributions to the Plan in amounts as determined by the Plan's independent actuary. The Company met the minimum funding requirements of ERISA for the years ended June 27, 2011 and 2010.

4. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to services rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits as of June 27, 2011 and 2010, is as follows:

	2011	2010
Vested benefits:		
Participants and/or beneficiaries currently receiving benefits	\$ 11,743,086	\$ 11,568,697
Other participants	<u>1,256,072</u>	<u>1,097,392</u>
Total vested benefits	12,999,158	12,666,089
Nonvested benefits	<u>-</u>	<u>-</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the years ended June 27, 2011 and 2010, are as follows:

	2011	2010
Actuarial present value of accumulated plan benefits — beginning of year	\$ 12,666,089	\$ 12,788,351
Increase (decrease) during the year attributable to:		
Actuarial loss	132,690	167,459
Interest due to the decrease in the discount period	673,054	772,614
Change in actuarial assumptions	949,957	412,191
Benefits provided to participants	<u>(1,422,632)</u>	<u>(1,474,526)</u>
Actuarial present value of accumulated plan benefits — end of year	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The amounts above relating to the change in actuarial assumptions are due to the change in the expected return on Plan assets and the change in the Mortality Tables described below.

The significant actuarial assumptions used in the June 27, 2011 and 2010, valuations were as follows:

- Mortality: 2011 & 2010 Static Mortality Tables
- Expected Return on Plan Assets: 2011 — 5.63%, 2010 — 6.40%

- Expenses: None
- Expected Retirement: 65 years

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

5. FAIR VALUE MEASUREMENTS

In accordance with GAAP, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The Plan's policy is to recognize significant transfers between levels at the actual date of the event or change in circumstances that caused the transfer.

The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at June 27, 2011 and 2010.

Fair Value Measurements as of June 27, 2011				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614
Total	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614

Fair Value Measurements as of June 27, 2010				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434
Total	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434

For the years ended June 27, 2011 and 2010, there were no significant transfers in or out of Levels 1, 2, or 3.

Investments in Entities Where Fair Value is Based Upon Net Asset Value Per Share — The Plan has an ownership interest in collective investment fund that is not publicly traded. The fair value of the Plan's ownership interest is based upon the NAV per share of the fund, which is derived from the

estimated fair values of the underlying investments within the fund and the Plan's respective ownership interest. A summary of the Plan's investments at June 27, 2011 and 2010 for which fair value is estimated based upon NAV per share is as follows:

Description	Financial Statement Caption	Fair Value	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
June 27, 2011:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,609,614</u>	Daily	Daily
June 27, 2010:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,036,434</u>	Daily	Daily

6. INVESTMENTS

The Plan's investments, which represented 5% or more of net assets available for benefits as of June 27, 2011 and 2010, are as follows:

	2011	2010
Federated Investors — Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,036,434</u>

There was no appreciation or depreciation of the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) during the years ended June 27, 2011 and 2010.

7. FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated October 23, 2009, that the Plan and related trust were designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). The Company and Plan management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC, and the Plan and related trust continue to be tax exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or Department of Labor. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 27, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the footnotes to 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 2008.

8. INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information regarding the Plan's investments as of and for the years ended June 27, 2011 and 2010, included in the Plan's financial statements and supplemental schedules, that was prepared by or derived from information prepared by FirstMerit Bank N.A., the trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate.

	2011	2010
Statements of net assets available for		
benefits — investments — money market funds — at fair value	\$3,609,614	\$3,036,434
Statements of changes in net assets available for		
benefits — investment income — interest	1,812	669

Note 6 and Supplemental Schedules: All investment balances and investment information.

9. PLAN TERMINATION

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

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

Certain benefits under the Plan are insured by the PBGC if the plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, a statutory ceiling exists, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. For plan terminations occurring during 2011 that ceiling is \$4,500 per month. The ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward. Whether all participants receive their benefits should the plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC.

10. SUBSEQUENT EVENTS

Plan management has evaluated subsequent events through April 16, 2012, the date the financial statements were available to be issued.

* * * * *

SUPPLEMENTAL SCHEDULES

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1350353 — PLAN NO. 020

AS OF JUNE 27, 2011

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost	(e) Current Value
	Money market funds — Federated Investors	Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,609,614</u>
	Total investments held		<u>\$3,609,614</u>	<u>\$3,609,614</u>

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS

EIN 34-1350353 — PLAN NO. 020

FOR THE YEAR ENDED JUNE 27, 2011

(a) Identity of Party Involved	(b) Description of Asset (Include Interest Rate and Maturity in Case of a Loan)	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	Number of Transactions	(f) Expense Incurred With Transaction*	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or Loss
SINGLE TRANSACTIONS									
Federated Investors	Prime Obligations Fund	\$ 2,000,000				None	\$ 2,000,000	\$ 2,000,000	N/A
SERIES IN SAME SECURITY									
Federated Investors	Prime Obligations Fund	\$ 2,002,438			15	None	\$ 2,002,438	\$ 2,002,438	N/A
Federated Investors	Prime Obligations Fund		\$ 1,429,261		30	None	\$ 1,429,261	\$ 1,429,261	\$ -

* The commissions and fees related to purchases and sales of investments, if any, are included in the cost of the investment or the proceeds from the sale and are not separately reported by the Trustee.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service		
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008		
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65		
	Reduction factors for employees retiring with less than 30 years of Service		
	Age		
	55	64.0%	
	56	71.2%	
	57	78.4%	
	58	85.6%	
	59	92.8%	
	60+	100.0%	
	Reduction factors for employees retiring with at least 30 years of Service		
	Age	30 years of service	
	55	82.0%	+ 1.8% for each year over 30
	56	85.6%	+ 1.44% for each year over 30
	57	89.2%	+ 1.08% for each year over 30
	58	92.8%	+ 0.72% for each year over 30
	59	96.4%	+ 0.36% for each year over 30
	60+	100.0%	
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Deferred Vested Eligibility	5 years of service		

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service		
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008		
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65		
	Reduction factors for employees retiring with less than 30 years of Service		
	Age		
	55	64.0%	
	56	71.2%	
	57	78.4%	
	58	85.6%	
	59	92.8%	
	60+	100.0%	
	Reduction factors for employees retiring with at least 30 years of Service		
	Age	30 years of service	
	55	82.0%	+ 1.8% for each year over 30
	56	85.6%	+ 1.44% for each year over 30
	57	89.2%	+ 1.08% for each year over 30
	58	92.8%	+ 0.72% for each year over 30
	59	96.4%	+ 0.36% for each year over 30
	60+	100.0%	
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Deferred Vested Eligibility	5 years of service		

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service	
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service	
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)	
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008	
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65	
	Reduction factors for employees retiring with less than 30 years of Service	
	Age	
	55	64.0%
	56	71.2%
	57	78.4%
	58	85.6%
	59	92.8%
	60+	100.0%
	Reduction factors for employees retiring with at least 30 years of Service	
	Age	30 years of service
	55	82.0% + 1.8% for each year over 30
	56	85.6% + 1.44% for each year over 30
	57	89.2% + 1.08% for each year over 30
	58	92.8% + 0.72% for each year over 30
	59	96.4% + 0.36% for each year over 30
	60+	100.0%
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable	
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)	
Deferred Vested Eligibility	5 years of service	

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service		
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008		
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65		
	Reduction factors for employees retiring with less than 30 years of Service		
	Age		
	55	64.0%	
	56	71.2%	
	57	78.4%	
	58	85.6%	
	59	92.8%	
	60+	100.0%	
	Reduction factors for employees retiring with at least 30 years of Service		
	Age	30 years of service	
	55	82.0%	+ 1.8% for each year over 30
	56	85.6%	+ 1.44% for each year over 30
	57	89.2%	+ 1.08% for each year over 30
	58	92.8%	+ 0.72% for each year over 30
	59	96.4%	+ 0.36% for each year over 30
	60+	100.0%	
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Deferred Vested Eligibility	5 years of service		

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service		
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008		
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65		
	Reduction factors for employees retiring with less than 30 years of Service		
	Age		
	55	64.0%	
	56	71.2%	
	57	78.4%	
	58	85.6%	
	59	92.8%	
	60+	100.0%	
	Reduction factors for employees retiring with at least 30 years of Service		
	Age	30 years of service	
	55	82.0%	+ 1.8% for each year over 30
	56	85.6%	+ 1.44% for each year over 30
	57	89.2%	+ 1.08% for each year over 30
	58	92.8%	+ 0.72% for each year over 30
	59	96.4%	+ 0.36% for each year over 30
	60+	100.0%	
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Deferred Vested Eligibility	5 years of service		

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

Schedule SB, Part V – Summary of Plan Provisions

Normal Retirement Eligibility	Age 65 with 5 years of service		
Normal Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Early Retirement Eligibility	Age 55 with 10 years of service Rule of 85 Window open until June 28, 2008		
Early Retirement Benefit	Monthly benefit payable a straight life annuity in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service potentially reduced for commencement prior to age 65		
	Reduction factors for employees retiring with less than 30 years of Service		
	Age		
	55	64.0%	
	56	71.2%	
	57	78.4%	
	58	85.6%	
	59	92.8%	
	60+	100.0%	
	Reduction factors for employees retiring with at least 30 years of Service		
	Age	30 years of service	
	55	82.0%	+ 1.8% for each year over 30
	56	85.6%	+ 1.44% for each year over 30
	57	89.2%	+ 1.08% for each year over 30
	58	92.8%	+ 0.72% for each year over 30
	59	96.4%	+ 0.36% for each year over 30
	60+	100.0%	
Early Retirement Supplement	monthly supplement of \$30 per year of service Payable until the earliest age Social Security is payable		
	Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)		
Deferred Vested Eligibility	5 years of service		

Schedule SB, Part V – Summary of Plan Provisions

Deferred Vested Benefit Monthly benefit payable a straight life annuity at age 65 in an amount equal to \$42 per year of service up to 25 years of service plus \$50 per year of service in excess of 25 years of service

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

Early commencement of Deferred Vested Benefit If a participant has at least 10 years of service at the date of termination the benefit may commence prior to age 65

Age	Reduction
55	37.14%
56	40.64%
57	44.54%
58	48.91%
59	53.80%
60	59.31%
61	65.52%
62	72.54%
63	80.52%
64	89.61%

Survivor Benefit Eligibility 5 years of service

Survivor Benefit 50% of the amount that would have been paid if Participant's began commencing payment at the earliest retirement age and electing the 50% J&S form of payment and died the following day.
The amount is payable as long as spouse is alive

Offset by the pension benefit accrued as of February 1, 2007 (before the purchase)

**Schedule SB, Part V –
Statement of Actuarial Assumptions/Methods**

This plan was valued under the Projected Unit Credit cost method known using the following assumptions:

- | | |
|---------------------------|--|
| 1. <u>Interest Rate</u> | Segmented Rates for March prior to valuation date. |
| 2. <u>Mortality rates</u> | 2010 Static Mortality table was utilized with the following summary of rates (pre-/post-commencement): |

AGE	Pre-		Post-	
	Male	Female	Male	Female
25	.03%	.01%	.03%	.01%
35	.07%	.04%	.07%	.04%
45	.11%	.08%	.17%	.08%
55	.19%	.21%	.43%	.31%
65	.54%	.52%	1.07%	.96%

- | | |
|----------------------------------|--|
| 3. <u>Asset Valuation Method</u> | Market value of assets including receivable contributions. |
| 4. <u>Expenses</u> | None. |
| 5. <u>Expected Retirement</u> | Normal Retirement Age |

**Schedule SB, line 26 –
Schedule of Active Participant Data**

There are no active participants in the plan.

**Schedule SB, line 32 –
Schedule of Amortization Bases**

Charges	Date Established	Balance At Val Date	Payment	Years Remaining At Val Date
Shortfall Amortization	6/27/2008	8,769,743	\$1,909,552	5
Shortfall Amortization	6/27/2009	(1,155,676)	(217,300)	6
Shortfall Amortization	6/27/2010	82,758	13,795	7
Total Charges		\$ 7,696,825	\$ 1,706,047	

**Schedule SB, line 22 –
Description of Weighted Average Retirement Age**

The assumed retirement age for all participants is age 65.

**Schedule SB, line 4 –
Additional Information for Plans in At-Risk Status**

The optional form used for at-risk costing for traditional plan participants is the straight life annuity. For cash balance participants, the value of their cash balance as of the valuation date is used to value at-risk liabilities.

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2010**This Form is Open to Public
Inspection**

For calendar plan year 2010 or fiscal plan year beginning 06/28/2010 and ending 06/27/2011

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

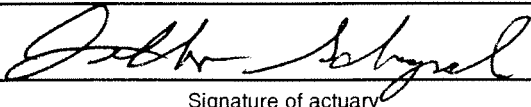
A Name of plan The Hoover, Inc. Retirement Plan for Certain Union Employees		B Three-digit plan number (PN) ▶ 020
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Royal Appliance Mfg. Co.		D Employer Identification Number (EIN) 34-1350353
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information

1 Enter the valuation date: Month <u>6</u> Day <u>28</u> Year <u>2010</u>			
2 Assets:			
a Market value.....		2a	5,036,434
b Actuarial value.....		2b	4,969,264
3 Funding target/participant count breakdown		(1) Number of participants	
a For retired participants and beneficiaries receiving payment.....		3a	221
b For terminated vested participants.....		3b	385
c For active participants:			
(1) Non-vested benefits.....		3c(1)	0
(2) Vested benefits.....		3c(2)	0
(3) Total active.....		3c(3)	0
d Total.....		3d	606
4 If the plan is at-risk, check the box and complete items (a) and (b) ☒			
a Funding target disregarding prescribed at-risk assumptions.....		4a	12,666,089
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....		4b	12,666,089
5 Effective interest rate.....		5	6.40 %
6 Target normal cost.....		6	0

Statement by Enrolled Actuary

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

SIGN HERE		<u>4/5/2012</u>
Signature of actuary		Date
Jeffrey A. Schapel, EA		11-07786
Type or print name of actuary		Most recent enrollment number
CBIZ Benefits & Insurance, Inc.		(216) 447-9000
Firm name		Telephone number (including area code)
6050 Oak Tree Blvd, Suite 500		
Cleveland OH 44131		
Address of the firm		

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

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

Schedule SB (Form 5500) 2010
v.092308.1

The Hoover, Inc. Retirement Plan for Certain Union Employees

Financial Statements as of and for the
Years Ended June 27, 2011 and 2010,
Supplemental Schedules as of and for the
Year Ended June 27, 2011, and
Independent Auditors' Report

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS:	
Statements of Net Assets Available for Benefits as of June 27, 2011 and 2010	2
Statements of Changes in Net Assets Available for Benefits for the Years Ended June 27, 2011 and 2010	3
Notes to Financial Statements as of and for the Years Ended June 27, 2011 and 2010	4–10
SUPPLEMENTAL SCHEDULES:	
Form 5500, Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year) as of June 27, 2011	12
Form 5500, Schedule H, Part IV, Line 4j — Schedule of Reportable Transactions for the Year Ended June 27, 2011	13
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Hoover, Inc. Retirement Plan for
Certain Union Employees:

We were engaged to audit the financial statements and supplemental schedules of The Hoover, Inc. Retirement Plan for Certain Union Employees (the "Plan") as of June 27, 2011 and 2010, and for the years then ended, listed in the Table of Contents. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by FirstMerit Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from the trustee that the information as of and for the years ended June 27, 2011 and 2010, 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 express, and we do not express, an opinion on the accompanying financial statements and supplemental schedules. The supplemental schedules are presented for the purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Deloitte & Touche LLP

April 16, 2012

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF JUNE 27, 2011 AND 2010

	2011	2010
ASSETS:		
Employer contribution receivable	\$ 2,500,000	\$ 2,000,000
Investments — money market funds — at fair value	<u>3,609,614</u>	<u>3,036,434</u>
Total assets	<u>6,109,614</u>	<u>5,036,434</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

	2011	2010
ADDITIONS:		
Employer contribution	\$ 2,500,000	\$ 3,000,000
Investment income — interest	<u>1,812</u>	<u>669</u>
Total additions	<u>2,501,812</u>	<u>3,000,669</u>
DEDUCTIONS:		
Benefits provided to participants	(1,422,632)	(1,474,526)
Plan expenses	<u>(6,000)</u>	<u>(4,500)</u>
Total deductions	<u>(1,428,632)</u>	<u>(1,479,026)</u>
NET INCREASE	1,073,180	1,521,643
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,036,434</u>	<u>3,514,791</u>
End of year	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

1. DESCRIPTION OF THE PLAN

The following description of The Hoover, Inc. Retirement Plan for Certain Union Employees (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

General — The Plan is a defined benefit pension plan covering certain union employees of Hoover, Inc. (the “Company”). Royal Appliance Mfg. Co. (“Royal”), a wholly owned subsidiary of Techtronic Industries, Co. Ltd., acquired certain assets of the Hoover business effective January 31, 2007 from Maytag Corporation. In connection with the acquisition, Royal assumed all rights and responsibilities of the Company, including the administration of certain retirement plans. The Plan was created on June 28, 2007, to provide retirement benefits to qualifying union employees of the Company, many of whom previously accrued retirement benefits under another Company plan, which were frozen upon the formation of the Plan. Participants of the Plan were credited for past service with the Company prior to the formation of the Plan. All participants were immediately 100% vested in their accrued retirement benefits. Royal controls and manages the operation and administration of the Plan and FirstMerit Bank, N.A. serves as the trustee. An investment manager manages the Plan’s investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974.

Pension Benefits — Pension benefits are provided to participants under several types of retirement options, cash balance formula or traditional benefit formula, based upon years of continuous service and age. Retirement benefits are paid to pensioners or beneficiaries in various forms of joint and survivor annuities, including a lump-sum payment option.

On June 29, 2008, the Plan was amended to freeze participants’ plan benefits. Participants will no longer accrue benefits for service and no new employees are eligible to participate in the Plan. Only years of service and compensation earned prior to June 29, 2008, will be considered in the determination of retirement benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan utilizes limited types of investment securities, including money market funds. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition — Investments are stated at fair value. Fair value of a financial instrument is the amount 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. If available, quoted market prices are used to value investments. Money market funds are valued at net asset value (NAV) derived from the quoted market prices of the underlying investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Expenses — Administrative expenses of the Plan can be paid out of Plan assets or by the Plan Sponsor, at the discretion of the Plan Sponsor. The Plan sponsor provides accounting and other administrative services to the Plan at no charge.

Payment of Benefits — Benefit payments to participants are recorded upon distribution.

New Accounting Standards

ASU No. 2010-06 — In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2010-06, *Improving Disclosures about Fair Value Measurements*, which amends ASC 820, *Fair Value Measurement*, adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which will be effective for fiscal years beginning after December 15, 2010. The Plan prospectively adopted the new guidance in 2011, except for the Level 3 reconciliation disclosures, which are required in 2012. The adoption in 2011 did not materially affect, and the future adoption is not expected to materially affect, the Plan's financial statements.

ASU No. 2011-04 — In May 2011, the FASB issued ASU No. 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*, which amends ASC 820. ASU 2011-04 also requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2. In addition, the ASU provides guidance on measuring the fair value of financial instruments managed within a portfolio and the application of premiums and discounts on fair value measurements. The ASU requires additional disclosure for Level 3 measurements regarding the sensitivity of fair value to changes in unobservable inputs and any interrelationships between those inputs. The new guidance is effective for reporting periods beginning after December 15, 2011. The adoption will not have a material effect on the statement of net assets available for benefits and statement of changes in net assets available for benefits. Plan management has not determined the impact on the disclosures in the financial statements.

3. FUNDING POLICY

Contributions to provide benefits under the Plan are made solely by the Company. The Company's funding policy is to make cash contributions to the Plan in amounts as determined by the Plan's independent actuary. The Company met the minimum funding requirements of ERISA for the years ended June 27, 2011 and 2010.

4. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to services rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits as of June 27, 2011 and 2010, is as follows:

	2011	2010
Vested benefits:		
Participants and/or beneficiaries currently receiving benefits	\$ 11,743,086	\$ 11,568,697
Other participants	<u>1,256,072</u>	<u>1,097,392</u>
Total vested benefits	12,999,158	12,666,089
Nonvested benefits	<u>-</u>	<u>-</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the years ended June 27, 2011 and 2010, are as follows:

	2011	2010
Actuarial present value of accumulated plan benefits — beginning of year	\$ 12,666,089	\$ 12,788,351
Increase (decrease) during the year attributable to:		
Actuarial loss	132,690	167,459
Interest due to the decrease in the discount period	673,054	772,614
Change in actuarial assumptions	949,957	412,191
Benefits provided to participants	<u>(1,422,632)</u>	<u>(1,474,526)</u>
Actuarial present value of accumulated plan benefits — end of year	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The amounts above relating to the change in actuarial assumptions are due to the change in the expected return on Plan assets and the change in the Mortality Tables described below.

The significant actuarial assumptions used in the June 27, 2011 and 2010, valuations were as follows:

- Mortality: 2011 & 2010 Static Mortality Tables
- Expected Return on Plan Assets: 2011 — 5.63%, 2010 — 6.40%

- Expenses: None
- Expected Retirement: 65 years

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

5. FAIR VALUE MEASUREMENTS

In accordance with GAAP, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The Plan's policy is to recognize significant transfers between levels at the actual date of the event or change in circumstances that caused the transfer.

The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at June 27, 2011 and 2010.

Fair Value Measurements as of June 27, 2011				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614
Total	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614

Fair Value Measurements as of June 27, 2010				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434
Total	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434

For the years ended June 27, 2011 and 2010, there were no significant transfers in or out of Levels 1, 2, or 3.

Investments in Entities Where Fair Value is Based Upon Net Asset Value Per Share — The Plan has an ownership interest in collective investment fund that is not publicly traded. The fair value of the Plan's ownership interest is based upon the NAV per share of the fund, which is derived from the

estimated fair values of the underlying investments within the fund and the Plan's respective ownership interest. A summary of the Plan's investments at June 27, 2011 and 2010 for which fair value is estimated based upon NAV per share is as follows:

Description	Financial Statement Caption	Fair Value	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
June 27, 2011:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,609,614</u>	Daily	Daily
June 27, 2010:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,036,434</u>	Daily	Daily

6. INVESTMENTS

The Plan's investments, which represented 5% or more of net assets available for benefits as of June 27, 2011 and 2010, are as follows:

	2011	2010
Federated Investors — Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,036,434</u>

There was no appreciation or depreciation of the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) during the years ended June 27, 2011 and 2010.

7. FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated October 23, 2009, that the Plan and related trust were designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). The Company and Plan management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC, and the Plan and related trust continue to be tax exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or Department of Labor. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 27, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the footnotes to 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 2008.

8. INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information regarding the Plan's investments as of and for the years ended June 27, 2011 and 2010, included in the Plan's financial statements and supplemental schedules, that was prepared by or derived from information prepared by FirstMerit Bank N.A., the trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate.

	2011	2010
Statements of net assets available for		
benefits — investments — money market funds — at fair value	\$3,609,614	\$3,036,434
Statements of changes in net assets available for		
benefits — investment income — interest	1,812	669

Note 6 and Supplemental Schedules: All investment balances and investment information.

9. PLAN TERMINATION

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

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

Certain benefits under the Plan are insured by the PBGC if the plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, a statutory ceiling exists, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. For plan terminations occurring during 2011 that ceiling is \$4,500 per month. The ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward. Whether all participants receive their benefits should the plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC.

10. SUBSEQUENT EVENTS

Plan management has evaluated subsequent events through April 16, 2012, the date the financial statements were available to be issued.

* * * * *

SUPPLEMENTAL SCHEDULES

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1350353 — PLAN NO. 020

AS OF JUNE 27, 2011

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost	(e) Current Value
	Money market funds — Federated Investors	Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,609,614</u>
	Total investments held		<u>\$3,609,614</u>	<u>\$3,609,614</u>

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS

EIN 34-1350353 — PLAN NO. 020

FOR THE YEAR ENDED JUNE 27, 2011

(a) Identity of Party Involved	(b) Description of Asset (Include Interest Rate and Maturity in Case of a Loan)	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	Number of Transactions	(f) Expense Incurred With Transaction*	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or Loss
SINGLE TRANSACTIONS									
Federated Investors	Prime Obligations Fund	\$ 2,000,000				None	\$ 2,000,000	\$ 2,000,000	N/A
SERIES IN SAME SECURITY									
Federated Investors	Prime Obligations Fund	\$ 2,002,438			15	None	\$ 2,002,438	\$ 2,002,438	N/A
Federated Investors	Prime Obligations Fund		\$ 1,429,261		30	None	\$ 1,429,261	\$ 1,429,261	\$ -

* The commissions and fees related to purchases and sales of investments, if any, are included in the cost of the investment or the proceeds from the sale and are not separately reported by the Trustee.

The Hoover, Inc. Retirement Plan for Certain Union Employees

Financial Statements as of and for the
Years Ended June 27, 2011 and 2010,
Supplemental Schedules as of and for the
Year Ended June 27, 2011, and
Independent Auditors' Report

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS:	
Statements of Net Assets Available for Benefits as of June 27, 2011 and 2010	2
Statements of Changes in Net Assets Available for Benefits for the Years Ended June 27, 2011 and 2010	3
Notes to Financial Statements as of and for the Years Ended June 27, 2011 and 2010	4–10
SUPPLEMENTAL SCHEDULES:	
Form 5500, Schedule H, Part IV, Line 4i — Schedule of Assets (Held at End of Year) as of June 27, 2011	12
Form 5500, Schedule H, Part IV, Line 4j — Schedule of Reportable Transactions for the Year Ended June 27, 2011	13
NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	

INDEPENDENT AUDITORS' REPORT

To the Trustees of
The Hoover, Inc. Retirement Plan for
Certain Union Employees:

We were engaged to audit the financial statements and supplemental schedules of The Hoover, Inc. Retirement Plan for Certain Union Employees (the "Plan") as of June 27, 2011 and 2010, and for the years then ended, listed in the Table of Contents. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by FirstMerit Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from the trustee that the information as of and for the years ended June 27, 2011 and 2010, 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 express, and we do not express, an opinion on the accompanying financial statements and supplemental schedules. The supplemental schedules are presented for the purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Deloitte & Touche LLP

April 16, 2012

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS AS OF JUNE 27, 2011 AND 2010

	2011	2010
ASSETS:		
Employer contribution receivable	\$ 2,500,000	\$ 2,000,000
Investments — money market funds — at fair value	<u>3,609,614</u>	<u>3,036,434</u>
Total assets	<u>6,109,614</u>	<u>5,036,434</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

	2011	2010
ADDITIONS:		
Employer contribution	\$ 2,500,000	\$ 3,000,000
Investment income — interest	<u>1,812</u>	<u>669</u>
Total additions	<u>2,501,812</u>	<u>3,000,669</u>
DEDUCTIONS:		
Benefits provided to participants	(1,422,632)	(1,474,526)
Plan expenses	<u>(6,000)</u>	<u>(4,500)</u>
Total deductions	<u>(1,428,632)</u>	<u>(1,479,026)</u>
NET INCREASE	1,073,180	1,521,643
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	<u>5,036,434</u>	<u>3,514,791</u>
End of year	<u>\$ 6,109,614</u>	<u>\$ 5,036,434</u>

See notes to financial statements.

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

NOTES TO FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED JUNE 27, 2011 AND 2010

1. DESCRIPTION OF THE PLAN

The following description of The Hoover, Inc. Retirement Plan for Certain Union Employees (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

General — The Plan is a defined benefit pension plan covering certain union employees of Hoover, Inc. (the “Company”). Royal Appliance Mfg. Co. (“Royal”), a wholly owned subsidiary of Techtronic Industries, Co. Ltd., acquired certain assets of the Hoover business effective January 31, 2007 from Maytag Corporation. In connection with the acquisition, Royal assumed all rights and responsibilities of the Company, including the administration of certain retirement plans. The Plan was created on June 28, 2007, to provide retirement benefits to qualifying union employees of the Company, many of whom previously accrued retirement benefits under another Company plan, which were frozen upon the formation of the Plan. Participants of the Plan were credited for past service with the Company prior to the formation of the Plan. All participants were immediately 100% vested in their accrued retirement benefits. Royal controls and manages the operation and administration of the Plan and FirstMerit Bank, N.A. serves as the trustee. An investment manager manages the Plan’s investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA) of 1974.

Pension Benefits — Pension benefits are provided to participants under several types of retirement options, cash balance formula or traditional benefit formula, based upon years of continuous service and age. Retirement benefits are paid to pensioners or beneficiaries in various forms of joint and survivor annuities, including a lump-sum payment option.

On June 29, 2008, the Plan was amended to freeze participants’ plan benefits. Participants will no longer accrue benefits for service and no new employees are eligible to participate in the Plan. Only years of service and compensation earned prior to June 29, 2008, will be considered in the determination of retirement benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits and changes therein at the date of the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan utilizes limited types of investment securities, including money market funds. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition — Investments are stated at fair value. Fair value of a financial instrument is the amount 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. If available, quoted market prices are used to value investments. Money market funds are valued at net asset value (NAV) derived from the quoted market prices of the underlying investments. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Expenses — Administrative expenses of the Plan can be paid out of Plan assets or by the Plan Sponsor, at the discretion of the Plan Sponsor. The Plan sponsor provides accounting and other administrative services to the Plan at no charge.

Payment of Benefits — Benefit payments to participants are recorded upon distribution.

New Accounting Standards

ASU No. 2010-06 — In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2010-06, *Improving Disclosures about Fair Value Measurements*, which amends ASC 820, *Fair Value Measurement*, adding new disclosure requirements for Levels 1 and 2, separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures. ASU 2010-06 is effective for periods beginning after December 15, 2009, except for the requirement to provide Level 3 activity of purchases, sales, issuances, and settlements on a gross basis, which will be effective for fiscal years beginning after December 15, 2010. The Plan prospectively adopted the new guidance in 2011, except for the Level 3 reconciliation disclosures, which are required in 2012. The adoption in 2011 did not materially affect, and the future adoption is not expected to materially affect, the Plan's financial statements.

ASU No. 2011-04 — In May 2011, the FASB issued ASU No. 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*, which amends ASC 820. ASU 2011-04 also requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2. In addition, the ASU provides guidance on measuring the fair value of financial instruments managed within a portfolio and the application of premiums and discounts on fair value measurements. The ASU requires additional disclosure for Level 3 measurements regarding the sensitivity of fair value to changes in unobservable inputs and any interrelationships between those inputs. The new guidance is effective for reporting periods beginning after December 15, 2011. The adoption will not have a material effect on the statement of net assets available for benefits and statement of changes in net assets available for benefits. Plan management has not determined the impact on the disclosures in the financial statements.

3. FUNDING POLICY

Contributions to provide benefits under the Plan are made solely by the Company. The Company's funding policy is to make cash contributions to the Plan in amounts as determined by the Plan's independent actuary. The Company met the minimum funding requirements of ERISA for the years ended June 27, 2011 and 2010.

4. ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to services rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died, and (3) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits as of June 27, 2011 and 2010, is as follows:

	2011	2010
Vested benefits:		
Participants and/or beneficiaries currently receiving benefits	\$ 11,743,086	\$ 11,568,697
Other participants	<u>1,256,072</u>	<u>1,097,392</u>
Total vested benefits	12,999,158	12,666,089
Nonvested benefits	<u>-</u>	<u>-</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The changes in the actuarial present value of the Plan's accumulated plan benefits for the years ended June 27, 2011 and 2010, are as follows:

	2011	2010
Actuarial present value of accumulated plan benefits — beginning of year	\$ 12,666,089	\$ 12,788,351
Increase (decrease) during the year attributable to:		
Actuarial loss	132,690	167,459
Interest due to the decrease in the discount period	673,054	772,614
Change in actuarial assumptions	949,957	412,191
Benefits provided to participants	<u>(1,422,632)</u>	<u>(1,474,526)</u>
Actuarial present value of accumulated plan benefits — end of year	<u>\$ 12,999,158</u>	<u>\$ 12,666,089</u>

The amounts above relating to the change in actuarial assumptions are due to the change in the expected return on Plan assets and the change in the Mortality Tables described below.

The significant actuarial assumptions used in the June 27, 2011 and 2010, valuations were as follows:

- Mortality: 2011 & 2010 Static Mortality Tables
- Expected Return on Plan Assets: 2011 — 5.63%, 2010 — 6.40%

- Expenses: None
- Expected Retirement: 65 years

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

5. FAIR VALUE MEASUREMENTS

In accordance with GAAP, the Plan classifies its investments into Level 1, which refers to securities valued using quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The Plan's policy is to recognize significant transfers between levels at the actual date of the event or change in circumstances that caused the transfer.

The following tables set forth by level within the fair value hierarchy a summary of the Plan's investments measured at fair value on a recurring basis at June 27, 2011 and 2010.

Fair Value Measurements as of June 27, 2011				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614
Total	\$ -	\$ 3,609,614	\$ -	\$ 3,609,614

Fair Value Measurements as of June 27, 2010				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Money market fund	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434
Total	\$ -	\$ 3,036,434	\$ -	\$ 3,036,434

For the years ended June 27, 2011 and 2010, there were no significant transfers in or out of Levels 1, 2, or 3.

Investments in Entities Where Fair Value is Based Upon Net Asset Value Per Share — The Plan has an ownership interest in collective investment fund that is not publicly traded. The fair value of the Plan's ownership interest is based upon the NAV per share of the fund, which is derived from the

estimated fair values of the underlying investments within the fund and the Plan's respective ownership interest. A summary of the Plan's investments at June 27, 2011 and 2010 for which fair value is estimated based upon NAV per share is as follows:

Description	Financial Statement Caption	Fair Value	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
June 27, 2011:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,609,614</u>	Daily	Daily
June 27, 2010:				
Federated Investors — Prime Obligations Fund	Money market fund	<u>\$3,036,434</u>	Daily	Daily

6. INVESTMENTS

The Plan's investments, which represented 5% or more of net assets available for benefits as of June 27, 2011 and 2010, are as follows:

	2011	2010
Federated Investors — Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,036,434</u>

There was no appreciation or depreciation of the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) during the years ended June 27, 2011 and 2010.

7. FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated October 23, 2009, that the Plan and related trust were designed in accordance with the applicable regulations of the Internal Revenue Code (IRC). The Company and Plan management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC, and the Plan and related trust continue to be tax exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or Department of Labor. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 27, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the footnotes to 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 2008.

8. INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information regarding the Plan's investments as of and for the years ended June 27, 2011 and 2010, included in the Plan's financial statements and supplemental schedules, that was prepared by or derived from information prepared by FirstMerit Bank N.A., the trustee of the Plan, and furnished to the Plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate.

	2011	2010
Statements of net assets available for		
benefits — investments — money market funds — at fair value	\$3,609,614	\$3,036,434
Statements of changes in net assets available for		
benefits — investment income — interest	1,812	669

Note 6 and Supplemental Schedules: All investment balances and investment information.

9. PLAN TERMINATION

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

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

Certain benefits under the Plan are insured by the PBGC if the plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, a statutory ceiling exists, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. For plan terminations occurring during 2011 that ceiling is \$4,500 per month. The ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward. Whether all participants receive their benefits should the plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC.

10. SUBSEQUENT EVENTS

Plan management has evaluated subsequent events through April 16, 2012, the date the financial statements were available to be issued.

* * * * *

SUPPLEMENTAL SCHEDULES

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 34-1350353 — PLAN NO. 020

AS OF JUNE 27, 2011

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost	(e) Current Value
	Money market funds — Federated Investors	Prime Obligations Fund	<u>\$3,609,614</u>	<u>\$3,609,614</u>
	Total investments held		<u>\$3,609,614</u>	<u>\$3,609,614</u>

THE HOOVER, INC. RETIREMENT PLAN FOR CERTAIN UNION EMPLOYEES

FORM 5500, SCHEDULE H, PART IV, LINE 4j — SCHEDULE OF REPORTABLE TRANSACTIONS

EIN 34-1350353 — PLAN NO. 020

FOR THE YEAR ENDED JUNE 27, 2011

(a) Identity of Party Involved	(b) Description of Asset (Include Interest Rate and Maturity in Case of a Loan)	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	Number of Transactions	(f) Expense Incurred With Transaction*	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or Loss
SINGLE TRANSACTIONS									
Federated Investors	Prime Obligations Fund	\$ 2,000,000				None	\$ 2,000,000	\$ 2,000,000	N/A
SERIES IN SAME SECURITY									
Federated Investors	Prime Obligations Fund	\$ 2,002,438			15	None	\$ 2,002,438	\$ 2,002,438	N/A
Federated Investors	Prime Obligations Fund		\$ 1,429,261		30	None	\$ 1,429,261	\$ 1,429,261	\$ -

* The commissions and fees related to purchases and sales of investments, if any, are included in the cost of the investment or the proceeds from the sale and are not separately reported by the Trustee.

**Schedule SB, line 19 –
Discounted Employer Contributions**

Contribution Summary

<u>Date Paid</u>	<u>Contribution Amount</u>	<u>Contribution Due Date</u>	<u>Discounted to 06/28/2010</u>	<u>Discounted to 06/28/2011</u>
7/29/2011	\$383,860	10/15/2010	\$346,148	\$361,877
7/29/2011	\$383,860	1/15/2011	\$350,178	\$361,877
7/29/2011	\$383,860	4/15/2011	\$354,165	\$361,877
7/29/2011	\$383,860	7/15/2011	\$358,243	\$361,877
7/29/2011	\$964,560		\$901,778	\$909,321
Total	<u>\$2,500,000</u>		<u>\$2,310,512</u>	<u>\$2,356,828</u>