

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), 6057(b), 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 2011 This Form is Open to Public Inspection
---	---	---

Part I	Annual Report Identification Information
For calendar plan year 2011 or fiscal plan year beginning <u>07/01/2008</u> and ending <u>06/30/2009</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 MEDTECH GROUP, INC. 401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>09/01/1986</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>09/01/1986</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>09/01/1986</u>					
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>THE MEDTECH GROUP, INC.</u> <u>6 CENTURY LANE</u> <u>SOUTH PLAINFIELD, NJ 07080-1323</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>22-2275137</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>908-561-0717</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>326100</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>22-2275137</u>	2c Sponsor's telephone number <u>908-561-0717</u>	2d Business code (see instructions) <u>326100</u>	
2b Employer Identification Number (EIN) <u>22-2275137</u>					
2c Sponsor's telephone number <u>908-561-0717</u>					
2d Business code (see instructions) <u>326100</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	Filed with authorized/valid electronic signature.	08/03/2012	JAMES GILBERT
	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 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") THE MEDTECH GROUP, INC. 6 CENTURY LANE SOUTH PLAINFIELD, NJ 07080-1323	3b Administrator's EIN 22-2275137 3c Administrator's telephone number 908-561-0717
---	---

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	152
---	----------	-----

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	128
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	36
d Subtotal. Add lines 6a , 6b , and 6c	6d	164
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	164
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	137
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	4

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
--	----------	--

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 2G 2J 2K 3D

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)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(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 D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection.
---	--	--

For calendar plan year 2011 or fiscal plan year beginning	07/01/2008	and ending	06/30/2009
---	------------	------------	------------

A Name of plan THE MEDTECH GROUP, INC. 401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN)	001
--	---------------------------------------	-----

C Plan or DFE sponsor's name as shown on line 2a of Form 5500 THE MEDTECH GROUP, INC.	D Employer Identification Number (EIN) 22-2275137
---	---

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

a Name of MTIA, CCT, PSA, or 103-12 IE:	PNC EBT INVESTMENT CONTRACT FUND
--	----------------------------------

b Name of sponsor of entity listed in (a):	PNC BANK, N.A.
---	----------------

c EIN-PN	25-1197336-001	d Entity code	C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	747416
-----------------	----------------	----------------------	---	---	--------

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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 2011 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2011 or fiscal plan year beginning 07/01/2008 and ending 06/30/2009		
A Name of plan THE MEDTECH GROUP, INC. 401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE MEDTECH GROUP, INC.	D Employer Identification Number (EIN) 22-2275137	

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)	4465	51418
(2) Participant contributions	1b(2)	16373	18548
(3) Other.....	1b(3)	2622	2561
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	184995	162179
(9) Value of interest in common/collective trusts.....	1c(9)	472375	747416
(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)	5852982	4625595
(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	6533812	5607717

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	6533812	5607717
---	-----------	---------	---------

Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	183461	
(B) Participants	2a(1)(B)	526454	
(C) Others (including rollovers)	2a(1)(C)	3110	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		713025
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	14145	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		14145
(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)	215049	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		215049
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	1419523	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1703867	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-284344

		(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)		18239
(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)		-1373802
c Other income.....	2c		11741
d Total income. Add all income amounts in column (b) and enter total.....	2d		-685947

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	198688	
(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)		198688
f Corrective distributions (see instructions)	2f		32970
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	8490	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		8490
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		240148

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-926095
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: KPMG LLP

(2) EIN: 13-5565207

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		250000
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.	X		

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

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

5b(1) Name of plan(s)

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



**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Financial Statements and Supplemental Schedule

June 30, 2009 and 2008

(With Independent Auditors' Report Thereon)

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Table of Contents

	Page
Independent Auditors' Report	1
Statements of Net Assets Available for Benefits – June 30, 2009 and 2008	2
Statement of Changes in Net Assets Available for Benefits – Fiscal Year ended June 30, 2009	3
Notes to Financial Statements – June 30, 2009 and 2008	4
Supplemental Schedule	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year) – June 30, 2009	12



KPMG LLP
New Jersey Headquarters
150 John F. Kennedy Parkway
Short Hills, NJ 07078-2778

Independent Auditors' Report

The Plan Administrator
The Medtech Group, Inc. 401(K) Salaried
Employees Retirement Savings Plan:

We were engaged to audit the accompanying statement of net assets available for benefits of The Medtech Group, Inc. 401(K) Salaried Employees Retirement Savings Plan (the Plan) as of June 30, 2009, and the related statement of changes in net assets available for benefits for the fiscal year ended June 30, 2009, and the supplemental Schedule H, line 4i – Schedule of Assets (Held at End of Year) as of June 30, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management. The financial statements of the Plan as of June 30, 2008, were audited by other auditors. 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 (ERISA), the Plan administrator instructed the other auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the Trustee. Their report, dated January 19, 2009, indicated that (a) because of the significance of the information that they did not audit, they were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 3, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the 2009 financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the fiscal year ended June 30, 2009, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's 2009 financial statements and supplemental schedule that we did not audit, we are unable to, and we do not, express an opinion on the accompanying 2009 financial statements and supplemental schedule taken as a whole. The form and content of the information included in the 2009 financial statements and supplemental schedule, 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.

KPMG LLP

August 2, 2012

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

June 30, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Assets:		
Investments, at fair value (note 3)	\$ 5,373,011	6,325,357
Participant loans	162,179	184,995
Employee contributions receivable	18,548	16,373
Employer contributions receivable	51,418	4,465
Loans receivable	<u>2,561</u>	<u>2,622</u>
Net assets available for benefits	<u>\$ 5,607,717</u>	<u>6,533,812</u>

See accompanying notes to financial statements.

THE MEDTECH GROUP, INC.
401(K) SALRIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Fiscal Year ended June 30, 2009

Additions:

Contributions:

Employer	\$ 183,461
Employee	526,454
Rollover	3,110
Total contributions	713,025

Investment income:

Interest and dividends	229,194
Net depreciation in fair value of investments	(1,639,907)
Other	11,741
Net investment loss	(1,398,972)
Total additions	(685,947)

Deductions:

Benefits paid directly to participants	231,658
Administrative expenses	8,490
Total deductions	240,148

Net decrease during the fiscal year	(926,095)
-------------------------------------	-----------

Net assets available for benefits – beginning of fiscal year	6,533,812
--	-----------

Net assets available for benefits – end of fiscal year	\$ 5,607,717
--	--------------

See accompanying notes to financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(1) Description of the Plan

The following description of The MedTech Group, Inc. 401(k) Salaried Employees Retirement Savings Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan's provisions.

(a) General

The Plan is a voluntary, participant directed defined contribution savings plan sponsored by The Medtech Group, Inc. (the Company or Plan Sponsor) to provide retirement income to supplement the benefits payable under Social Security. The Plan, established on September 1, 1986 and subsequently amended is administered by a third party and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions to the Plan and related assets at June 30, 2009 and 2008 are managed by PNC Bank, N.A. (PNC or Principal or the Trustee). PNC has certified as complete and accurate the fair values of the investments as of June 30, 2009 and 2008 and related net investment (loss) income for the fiscal year ended June 30, 2009.

(b) Contributions

Upon enrollment in the Plan, a participant may direct employee contributions, on a tax-deferred basis, in whole percentages of compensation or specific dollar amounts up to the maximum amount of employee compensation as specified under Section 402(g) of the Internal Revenue Code (the Code) and is therefore exempt from federal income taxes. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options at any time. The Company matches 25% of a participant's contribution which does not exceed 5% of compensation. In addition, the plan provides for discretionary contributions as determined by the board of directors. The discretionary contribution was 1% for 2009.

(c) Participant Account

Each participant's account is adjusted to reflect any appreciation or depreciation in the fair value of the participant's share of each fund's investments and by the related share of investment income or loss. Company contributions are credited to each participant's account in accordance with the Plan's contribution policy, and administrative expenses, if not paid by the Company, are allocated in proportion to each participant's account balance. The benefit to which each participant is entitled is the value that can be derived from the participant's vested account.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(d) Vesting

All participants are fully vested in their voluntary contributions. Vesting in Company matching contributions is based on years of service with full vesting being attained after six years, or upon the attainment of age 59-1/2, whichever is earlier. Full vesting also occurs upon a participant's death, total disability, or upon termination of the Plan.

(e) Forfeitures

Upon termination from employment, participants will forfeit any non-vested portion of their account balance as of the termination date. Forfeitures are used to reduce future Company matching contributions or to pay administrative expenses of the Plan. At June 30, 2009 and 2008, forfeited non-vested accounts totaled \$16,857 and \$19,858 respectively. These accounts will be used to reduce future employer contributions and administrative expenses. During 2009, administrative expenses were reduced by \$8,490 from forfeited non-vested accounts.

(f) Participant Loans

The Plan provides for loans to participants which are repaid through payroll deductions. Loans (i) bear a reasonable rate of interest, (ii) must be adequately secured, (iii) are available to all participants on a uniform and nondiscriminatory basis, (iv) provide for repayment over a period not to exceed five years unless such loan is used to purchase a primary residence and (v) are limited to an amount not to exceed the lesser of \$50,000 or ½ of the participant's vested account balance. A loan will not be issued for an amount less than \$1,000. Participant loans are permitted in accordance with the employer's established loan procedures. The interest rate on loans outstanding were between 4.25% and 9.25% at June 30, 2009 with maturity dates ranging from 2010 to 2014.

(g) Payment of Benefits

A participant's entire vested account is payable upon retirement, attainment of age 59-1/2, death, disability or termination of employment.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared in accordance with the accrual basis of accounting.

(b) Recent Accounting Pronouncements

In April 2009, the Financial Accounting Standards Board (FASB) issued guidance under Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, which was formerly referred to as *FSP FAS 157-4, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*. This guidance addresses the factors that determine whether there has been a significant decrease in the volume and level of activity for an asset or liability when compared to the normal market activity. Under this guidance, if the reporting entity has determined that the volume and level of activity has significantly decreased and transactions are not orderly, further analysis is required

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

and significant adjustments to the quoted prices or transactions may be needed. This guidance is effective for annual reporting periods ending after June 15, 2009. The impact of adopting the new guidance was not material to the Company's financial statements.

During 2009, the Plan adopted FASB No. 165, *Subsequent Events*, or ASC 855, which was issued in May 2009 and is effective for fiscal year and interim periods ending after June 15, 2009. ASC 855 requires evaluation of subsequent events through the date of financial statement issuance. The adoption did not have an impact on the Plan's financial statements. The Company has evaluated subsequent events through August 2, 2012 which is the date the financial statements were available for issuance.

In June 2009, the FASB issued guidance under ASC 105, *Generally Accepted Accounting Principles*, which was formerly referred to as FASB Statement of Financial Accounting Standards No. 168, *FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles – A Replacement of FASB Statement No. 162*. This guidance establishes the FASB Accounting Standards Codification (the Codification) as the source of authoritative U.S. generally accepted accounting principles (GAAP) for nongovernmental entities. This guidance and the Codification are effective for financial statements issued for annual periods ending after September 15, 2009. As the Codification does not change existing GAAP, the adoption will not have an impact on the Plan's financial statements.

In September 2009, the FASB issued ASC Update 2009-12, *Fair Value Measurements and Disclosures (Topic 820) – Investment in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)*. This update provides guidance on estimating the fair value of a company's investments in investment companies when the investment does not have a readily determinable fair value. It permits the use of the investment's net asset value as a practical expedient to determine fair value. This guidance also required additional disclosure of the attributes of these investments such as: (i) the nature of any restrictions on the reporting entity's ability to redeem its investment; (ii) unfunded commitments; and (iii) investment strategies of the investees. This guidance is effective for periods ending after December 15, 2009. The adoption is not expected to have a material impact on the Plan's financial statements

In January 2010, the FASB issued ASC Update 2010-06, *Fair Value Measurements and Disclosures (Topic 820) – Improving Disclosures about Fair Value Measurements*. This guidance requires: (i) separate disclosure of significant transfers between Level 1 and Level 2 and reasons for the transfers; (ii) disclosure, on a gross basis, of purchases, sales, issuances, and net settlements within Level 3; (iii) disclosures by class of assets and liabilities; and (iv) a description of the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements. This guidance is effective for reporting periods beginning after December 15, 2009, except for the Level 3 disclosure requirements, which will be effective for fiscal years beginning after December 15, 2010 with early adoption permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* (a consensus of the FASB Emerging Issues Task Force). Existing guidance requires participant loans to be classified as plan investments which are generally measured at fair value. This update provides guidance requiring loans to participants to be classified as notes receivable from participants measured at carrying value. This ASU should be applied retrospectively to all prior periods presented, effective for fiscal years ending after December 15, 2010. Early adoption is permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

In May 2011, the FASB issued ASC Update 2011-04, *Fair Value Measurement: Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This guidance provides a consistent definition of fair value to ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and IFRS. This standard changes certain fair value measurement principles and enhances the disclosure requirements. The adoption of this guidance is effective for interim and annual periods beginning after December 15, 2011 and should be applied prospectively. The Plan is currently evaluating the impact, if any, this guidance will have on its financial statements.

(c) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(d) Investments Valuation and Income Recognition

Investment transactions are recorded on the date of purchase or sale (trade date). Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net realized and unrealized investments gain or loss (net appreciation or depreciation in fair value of investments) is reflected in the accompanying statement of changes in net assets available for benefits, and is determined as the difference between fair value at the beginning of the year (or date purchased if during the year) and selling price (if sold during the year) or year-end value.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is a relevant measure attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. Investments held within the plan have a contract value that approximates there fair value.

(e) Payment of Benefits

Benefits are recorded when paid.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(f) Plan Expenses

The Company pays the majority of expenses associated with administering the Plan. Expenses paid by the Plan include recordkeeping and trustee fees.

(g) Risks and Uncertainties

The plan invests in various investment securities. 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 those changes could materially affect the amounts reported in the statements of net assets available for benefits.

(h) Fair Value Measurement

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

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

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observed for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means;

If the asset or liability has a specified (contractual) term, Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2009 and 2008.

Registered investment company funds: Valued at net asset value (NAV) of shares held by the plan at year end.

Common collective funds: Valued based upon the market value of the underlying investments.

(3) Certification by the Plan Trustee (Unaudited)

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103.8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Information regarding investments and investment income presented in the accompanying financial statements, supplemental schedule and below, was derived from the information certified by the Trustee as complete and accurate and is presented in reliance solely on these certifications. Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by PNC, as Trustee, except for comparing such information certified by the Trustee to information in the Plan's financial statements and supplement schedule.

	<u>2009</u>	<u>2008</u>
Neuberger Berman Genesis	\$ 928,598	1,261,453
PNC Investment Contract Fund	747,416	472,375
Janus Advisor Fundamental Equity	684,824	966,534
Dreyfus Bond Market Index Inv	671,099	—
American Bond Fund of America R3	—	807,103
American Beacon Balanced	615,648	712,117
Federated Mid-Cap Index	505,974	642,911
Fidelity Advisor Div Int'l	350,212	474,565

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$1,639,907, and is summarized as follows:

American Cap World Growth & Income R3	\$ (78,445)
American EuroPacific Growth R3	(3,629)
American Growth Fund of America R3	(55,508)
American Beacon Balanced	(106,922)
American Beacon Large Cap Value	(1,870)
American Bond Fund of America R3	(122,761)
BlackRock Equity Index	(58,922)
Dreyfus Bond Market Index Inv	7,245
Federated Kaufmann Small Cap	(26,673)
Federated Mid-Cap Index	(213,153)
Fidelity Advisor Div Int'l	(173,992)
Fidelity Advisor Strategic Income	(307)
Janus Advisor Fundamental Equity	(340,642)
Neuberger Berman Genesis	(456,674)
PNC Investment Contract Fund	20,106
T. Rowe Retirement 2010	163
T. Rowe Retirement 2020	(15,408)
T. Rowe Retirement 2030	(9,857)
T. Rowe Retirement 2040	(2,321)
T. Rowe Retirement 2050	(337)
Total	<u>\$ (1,639,907)</u>

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2009 and 2008:

As of June 30, 2009			
	Level 1	Level 2	Total fair value
Registered investment company fund	\$ 4,625,595	—	4,625,595
Common collective fund	—	747,416	747,416
Total	<u>\$ 4,625,595</u>	<u>747,416</u>	<u>5,373,011</u>
As of June 30, 2008			
	Level 1	Level 2	Total fair value
Registered investment company fund	\$ 5,852,982	—	5,852,982
Common collective fund	—	472,375	472,375
Total	<u>\$ 5,852,982</u>	<u>472,375</u>	<u>6,325,357</u>

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(4) Income Tax Status

The Plan has not applied for a determination letter with the Internal Revenue Service (IRS). The Plan has adopted a prototype plan and the IRS stated that the prototype plan, as then designed, is in compliance with the applicable requirements of the IRS. The prototype plan opinion letter has been relied upon by the Plan. In the opinion of the Plan administrator, the Plan and its underlying trust have operated within the terms of the Plan and remain qualified under the applicable provisions of the Code.

During a review of the Plan's coverage and non-discrimination testing during 2012, it was determined that the Plan needed to be retroactively amended in order to provide additional allocations to certain non-highly compensated employees in order to pass IRS coverage testing requirements. The accompanying 2009 financial statements reflect the impact of the additional allocations. In addition, it was determined that certain match and profit sharing contributions that had been paid into the Plan were inconsistent with the terms of the written plan document. During 2012, the Company intends to file an application under the Voluntary Compliance Program (VCP) to correct these defects. The Plan's administrator expects that the final outcome of the VCP will not have a material effect on the Plan's financial statements or any impact to the Plan's qualified tax status. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (asset) if the Plan has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2009, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

(5) Party-in-Interest Transactions

For the fiscal years ended June 30, 2009 and 2008, there were transactions involving the investment of Plan assets in investment funds maintained by PNC. PNC is the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest.

(6) Plan Termination

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

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

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

June 30, 2009

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	PNC Investment Contract Fund	234,226 shares	\$ 714,773	\$ 747,416
	Fidelity Advisor Strategic Income	2,872 shares	32,215	31,587
	American Beacon Balanced	60,775 shares	826,752	615,648
	T. Rowe Retirement 2010	218 shares	2,491	2,653
	T. Rowe Retirement 2020	670 shares	7,609	8,200
	T. Rowe Retirement 2030	3,448 shares	55,139	42,796
	T. Rowe Retirement 2040	414 shares	6,524	5,125
	American Growth Fund of America R3	7,973 shares	261,558	180,271
	Janus Advisor Fundamental Equity	60,178 shares	1,100,692	684,824
	American Beacon Large Cap Value	1,430 shares	21,817	19,077
	Blackrock Equity Index	14,540 shares	348,261	255,606
	Federated Mid-Cap Index	36,089 shares	795,021	505,974
	Federated Kaufmann Small Cap	8,995 shares	210,321	149,050
	Neuberger Berman Genesis	28,599 shares	1,457,418	928,598
	Fidelity Advisor Div Int'l	28,589 shares	604,744	350,212
	American Cap World Growth & Income R3	6,191 shares	262,085	171,602
	T. Rowe Retirement 2050	360 shares	2,842	2,488
	American EuroPacific Growth R3	25 shares	1,125	785
	Dreyfus Bond Market Index Inv	66,053 shares	663,568	671,099
	Total Investments			\$ 5,373,011
*	Participant loans	Annual interest rate ranging from 4.25% to 9.25% with maturities from 2010 to 2014		\$ 162,179

* Indicates a party-in-interest to the Plan

See accompanying independent auditors' report.

**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.

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

Official Use Only

OMB No. 1210-0110

2008

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

For calendar plan year 2008 or fiscal plan year beginning 07/01/2008 , and ending 06/30/2009 ,

A Name of plan THE MEDTECH GROUP, INC. 401(K) SALARIED EMPLOYEES RET	B Three-digit plan number ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE MEDTECH GROUP, INC.	D Employer Identification Number 22-2275137

Part I Service Provider Information (see instructions)

1 Enter the total dollar amount of compensation paid by the plan to all persons, other than those listed below, who received compensation during the plan year: **1** 0

2 On the first item below list the contract administrator, if any, as defined in the instructions. On the other items, list service providers in descending order of the compensation they received for the services rendered during the plan year. List only the top 40. 103-12 IEs should enter N/A in (c) and (d).

(a) Name	(b) Employer identification number (see instructions)	(c) Official plan position
		Contract administrator
(d) Relationship to employer, employee organization, or person known to be a party-in-interest	(e) Gross salary or allowances paid by plan	(f) Fees and commissions paid by plan
		(g) Nature of service code(s) (see instructions)
		12

(a) Name	(b) Employer identification number (see instructions)	(c) Official plan position
PNC BANK, N.A.	25-1211909	TRUSTEE
(d) Relationship to employer, employee organization, or person known to be a party-in-interest	(e) Gross salary or allowances paid by plan	(f) Fees and commissions paid by plan
		(g) Nature of service code(s) (see instructions)
TRUSTEE		8490
		26

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500. v11.3 **Schedule C (Form 5500) 2008**



(a) Name	(b) Employer identification number (see instructions)	(c) Official plan position	
(d) Relationship to employer, employee organization, or person known to be a party-in-interest	(e) Gross salary or allowances paid by plan	(f) Fees and commissions paid by plan	(g) Nature of service code(s) (see instructions)
(a) Name	(b) Employer identification number (see instructions)	(c) Official plan position	
(d) Relationship to employer, employee organization, or person known to be a party-in-interest	(e) Gross salary or allowances paid by plan	(f) Fees and commissions paid by plan	(g) Nature of service code(s) (see instructions)
(a) Name	(b) Employer identification number (see instructions)	(c) Official plan position	
(d) Relationship to employer, employee organization, or person known to be a party-in-interest	(e) Gross salary or allowances paid by plan	(f) Fees and commissions paid by plan	(g) Nature of service code(s) (see instructions)



Part II Termination Information on Accountants and Enrolled Actuaries (see instructions)(a) Name FLACKMAN GOODMAN POTTER (b) EIN 22-1974849(c) Position AUDITOR
106 PROSPECT STREET(d) Address RIDGEWOOD NJ 07450-4433(e) Telephone No. 201-445-0500Explanation: ACCOUNTING FIRM CHANGED BECAUSE PRIVATE EQUITY PARTNERS
FELT WE NEEDED TO USE A LARGER FIRM SUCH AS KPMG.

(a) Name _____ (b) EIN _____

(c) Position _____

(d) Address _____

(e) Telephone No. _____

Explanation: _____

(a) Name _____ (b) EIN _____

(c) Position _____

(d) Address _____

(e) Telephone No. _____

Explanation: _____



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

Pension Benefit Guaranty Corporation

Retirement Plan InformationThis schedule is required to be filed under sections 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.**

Official Use Only

OMB No. 1210-0110

2008**This Form is Open to
Public Inspection.**

For calendar year 2008 or fiscal plan year beginning 07/01/2008 , and ending 06/30/2009 ,

A Name of plan THE MEDTECH GROUP, INC. 401(K) SALARIED EMPLOYEES RE	B Three-digit plan number ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE MEDTECH GROUP, INC.	D Employer Identification Number 22-2275137

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.	1 \$ 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the plan year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits). 25-1211909	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 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 7.

5 If a waiver of the minimum funding standard for a prior plan year is being amortized in this plan year, see instructions, and enter the date of the ruling letter granting the waiver ► 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.

6a 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 7 and 8 and complete line 9.

7 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

8 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. (See instructions.) ☐ Increase ☐ Decrease ☐ No

Part IV Coverage (See instructions.)

9 Check the box for the test this plan used to satisfy the coverage requirements . . . ☐ ratio percentage test ☒ average benefit test

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500. v11.3 Schedule R (Form 5500) 2008





CERTIFICATION FOR ENCLOSURE WITH FORM 5500

We certify that pursuant to Department of Labor Regulations §2520.103-9(c) the Fund Trustee will file with the Department of Labor on or before the filing due date a Form 5500 for the 2008 calendar year for the collective trusts listed below. This filing will include an annual Statement of Assets and Liabilities for the following PNC Bank Collective Investment Trust Funds held by Employee Benefits plans:

FUND	TRUST NO.	FUND EIN
PNC EBT Investment Contract Fund	1028398	25-1197336

We also certify that we will furnish, to the Administrator or Sponsor for each participating plan, a copy of the most recent Statement of Assets and Liabilities of the above funds.

PNC Bank, N.A.

I, Bonnie Fawcett, Vice President, certify the accuracy and completeness of the information provided in this certification and in the above-described Statement of Assets and Liabilities.

Sincerely,

Bonnie Fawcett
Vice President
Director, Vested Interest

The PNC Financial Services Group, Inc. ("PNC") provides investment and wealth management, fiduciary services, non-discretionary defined contribution plan services and investment options, FDIC-insured banking products and services and lending and borrowing of funds through its subsidiaries, PNC Bank, National Association, PNC Bank, Delaware and National City Bank, which are Members FDIC. PNC does not provide legal, tax or accounting advice. PNC does not provide investment advice to Vested Interest plan sponsors or participants.

Investments: Not FDIC Insured. No Bank Guarantee. May Lose Value.



**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Financial Statements and Supplemental Schedule

June 30, 2009 and 2008

(With Independent Auditors' Report Thereon)

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Table of Contents

	Page
Independent Auditors' Report	1
Statements of Net Assets Available for Benefits – June 30, 2009 and 2008	2
Statement of Changes in Net Assets Available for Benefits – Fiscal Year ended June 30, 2009	3
Notes to Financial Statements – June 30, 2009 and 2008	4
Supplemental Schedule	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year) – June 30, 2009	12



KPMG LLP
New Jersey Headquarters
150 John F. Kennedy Parkway
Short Hills, NJ 07078-2778

Independent Auditors' Report

The Plan Administrator
The Medtech Group, Inc. 401(K) Salaried
Employees Retirement Savings Plan:

We were engaged to audit the accompanying statement of net assets available for benefits of The Medtech Group, Inc. 401(K) Salaried Employees Retirement Savings Plan (the Plan) as of June 30, 2009, and the related statement of changes in net assets available for benefits for the fiscal year ended June 30, 2009, and the supplemental Schedule H, line 4i – Schedule of Assets (Held at End of Year) as of June 30, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management. The financial statements of the Plan as of June 30, 2008, were audited by other auditors. 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 (ERISA), the Plan administrator instructed the other auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the Trustee. Their report, dated January 19, 2009, indicated that (a) because of the significance of the information that they did not audit, they were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 3, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the 2009 financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the fiscal year ended June 30, 2009, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's 2009 financial statements and supplemental schedule that we did not audit, we are unable to, and we do not, express an opinion on the accompanying 2009 financial statements and supplemental schedule taken as a whole. The form and content of the information included in the 2009 financial statements and supplemental schedule, 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.

KPMG LLP

August 2, 2012

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

June 30, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Assets:		
Investments, at fair value (note 3)	\$ 5,373,011	6,325,357
Participant loans	162,179	184,995
Employee contributions receivable	18,548	16,373
Employer contributions receivable	51,418	4,465
Loans receivable	<u>2,561</u>	<u>2,622</u>
Net assets available for benefits	<u>\$ 5,607,717</u>	<u>6,533,812</u>

See accompanying notes to financial statements.

THE MEDTECH GROUP, INC.
401(K) SALRIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Fiscal Year ended June 30, 2009

Additions:

Contributions:

Employer	\$ 183,461
Employee	526,454
Rollover	3,110
Total contributions	713,025

Investment income:

Interest and dividends	229,194
Net depreciation in fair value of investments	(1,639,907)
Other	11,741
Net investment loss	(1,398,972)
Total additions	(685,947)

Deductions:

Benefits paid directly to participants	231,658
Administrative expenses	8,490
Total deductions	240,148

Net decrease during the fiscal year	(926,095)
-------------------------------------	-----------

Net assets available for benefits – beginning of fiscal year	6,533,812
--	-----------

Net assets available for benefits – end of fiscal year	\$ 5,607,717
--	--------------

See accompanying notes to financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(1) Description of the Plan

The following description of The MedTech Group, Inc. 401(k) Salaried Employees Retirement Savings Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan's provisions.

(a) General

The Plan is a voluntary, participant directed defined contribution savings plan sponsored by The Medtech Group, Inc. (the Company or Plan Sponsor) to provide retirement income to supplement the benefits payable under Social Security. The Plan, established on September 1, 1986 and subsequently amended is administered by a third party and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions to the Plan and related assets at June 30, 2009 and 2008 are managed by PNC Bank, N.A. (PNC or Principal or the Trustee). PNC has certified as complete and accurate the fair values of the investments as of June 30, 2009 and 2008 and related net investment (loss) income for the fiscal year ended June 30, 2009.

(b) Contributions

Upon enrollment in the Plan, a participant may direct employee contributions, on a tax-deferred basis, in whole percentages of compensation or specific dollar amounts up to the maximum amount of employee compensation as specified under Section 402(g) of the Internal Revenue Code (the Code) and is therefore exempt from federal income taxes. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options at any time. The Company matches 25% of a participant's contribution which does not exceed 5% of compensation. In addition, the plan provides for discretionary contributions as determined by the board of directors. The discretionary contribution was 1% for 2009.

(c) Participant Account

Each participant's account is adjusted to reflect any appreciation or depreciation in the fair value of the participant's share of each fund's investments and by the related share of investment income or loss. Company contributions are credited to each participant's account in accordance with the Plan's contribution policy, and administrative expenses, if not paid by the Company, are allocated in proportion to each participant's account balance. The benefit to which each participant is entitled is the value that can be derived from the participant's vested account.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(d) Vesting

All participants are fully vested in their voluntary contributions. Vesting in Company matching contributions is based on years of service with full vesting being attained after six years, or upon the attainment of age 59-1/2, whichever is earlier. Full vesting also occurs upon a participant's death, total disability, or upon termination of the Plan.

(e) Forfeitures

Upon termination from employment, participants will forfeit any non-vested portion of their account balance as of the termination date. Forfeitures are used to reduce future Company matching contributions or to pay administrative expenses of the Plan. At June 30, 2009 and 2008, forfeited non-vested accounts totaled \$16,857 and \$19,858 respectively. These accounts will be used to reduce future employer contributions and administrative expenses. During 2009, administrative expenses were reduced by \$8,490 from forfeited non-vested accounts.

(f) Participant Loans

The Plan provides for loans to participants which are repaid through payroll deductions. Loans (i) bear a reasonable rate of interest, (ii) must be adequately secured, (iii) are available to all participants on a uniform and nondiscriminatory basis, (iv) provide for repayment over a period not to exceed five years unless such loan is used to purchase a primary residence and (v) are limited to an amount not to exceed the lesser of \$50,000 or ½ of the participant's vested account balance. A loan will not be issued for an amount less than \$1,000. Participant loans are permitted in accordance with the employer's established loan procedures. The interest rate on loans outstanding were between 4.25% and 9.25% at June 30, 2009 with maturity dates ranging from 2010 to 2014.

(g) Payment of Benefits

A participant's entire vested account is payable upon retirement, attainment of age 59-1/2, death, disability or termination of employment.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared in accordance with the accrual basis of accounting.

(b) Recent Accounting Pronouncements

In April 2009, the Financial Accounting Standards Board (FASB) issued guidance under Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, which was formerly referred to as *FSP FAS 157-4, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*. This guidance addresses the factors that determine whether there has been a significant decrease in the volume and level of activity for an asset or liability when compared to the normal market activity. Under this guidance, if the reporting entity has determined that the volume and level of activity has significantly decreased and transactions are not orderly, further analysis is required

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

and significant adjustments to the quoted prices or transactions may be needed. This guidance is effective for annual reporting periods ending after June 15, 2009. The impact of adopting the new guidance was not material to the Company's financial statements.

During 2009, the Plan adopted FASB No. 165, *Subsequent Events*, or ASC 855, which was issued in May 2009 and is effective for fiscal year and interim periods ending after June 15, 2009. ASC 855 requires evaluation of subsequent events through the date of financial statement issuance. The adoption did not have an impact on the Plan's financial statements. The Company has evaluated subsequent events through August 2, 2012 which is the date the financial statements were available for issuance.

In June 2009, the FASB issued guidance under ASC 105, *Generally Accepted Accounting Principles*, which was formerly referred to as FASB Statement of Financial Accounting Standards No. 168, *FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles – A Replacement of FASB Statement No. 162*. This guidance establishes the FASB Accounting Standards Codification (the Codification) as the source of authoritative U.S. generally accepted accounting principles (GAAP) for nongovernmental entities. This guidance and the Codification are effective for financial statements issued for annual periods ending after September 15, 2009. As the Codification does not change existing GAAP, the adoption will not have an impact on the Plan's financial statements.

In September 2009, the FASB issued ASC Update 2009-12, *Fair Value Measurements and Disclosures (Topic 820) – Investment in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)*. This update provides guidance on estimating the fair value of a company's investments in investment companies when the investment does not have a readily determinable fair value. It permits the use of the investment's net asset value as a practical expedient to determine fair value. This guidance also required additional disclosure of the attributes of these investments such as: (i) the nature of any restrictions on the reporting entity's ability to redeem its investment; (ii) unfunded commitments; and (iii) investment strategies of the investees. This guidance is effective for periods ending after December 15, 2009. The adoption is not expected to have a material impact on the Plan's financial statements

In January 2010, the FASB issued ASC Update 2010-06, *Fair Value Measurements and Disclosures (Topic 820) – Improving Disclosures about Fair Value Measurements*. This guidance requires: (i) separate disclosure of significant transfers between Level 1 and Level 2 and reasons for the transfers; (ii) disclosure, on a gross basis, of purchases, sales, issuances, and net settlements within Level 3; (iii) disclosures by class of assets and liabilities; and (iv) a description of the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements. This guidance is effective for reporting periods beginning after December 15, 2009, except for the Level 3 disclosure requirements, which will be effective for fiscal years beginning after December 15, 2010 with early adoption permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* (a consensus of the FASB Emerging Issues Task Force). Existing guidance requires participant loans to be classified as plan investments which are generally measured at fair value. This update provides guidance requiring loans to participants to be classified as notes receivable from participants measured at carrying value. This ASU should be applied retrospectively to all prior periods presented, effective for fiscal years ending after December 15, 2010. Early adoption is permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

In May 2011, the FASB issued ASC Update 2011-04, *Fair Value Measurement: Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This guidance provides a consistent definition of fair value to ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and IFRS. This standard changes certain fair value measurement principles and enhances the disclosure requirements. The adoption of this guidance is effective for interim and annual periods beginning after December 15, 2011 and should be applied prospectively. The Plan is currently evaluating the impact, if any, this guidance will have on its financial statements.

(c) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(d) Investments Valuation and Income Recognition

Investment transactions are recorded on the date of purchase or sale (trade date). Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net realized and unrealized investments gain or loss (net appreciation or depreciation in fair value of investments) is reflected in the accompanying statement of changes in net assets available for benefits, and is determined as the difference between fair value at the beginning of the year (or date purchased if during the year) and selling price (if sold during the year) or year-end value.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is a relevant measure attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. Investments held within the plan have a contract value that approximates there fair value.

(e) Payment of Benefits

Benefits are recorded when paid.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(f) Plan Expenses

The Company pays the majority of expenses associated with administering the Plan. Expenses paid by the Plan include recordkeeping and trustee fees.

(g) Risks and Uncertainties

The plan invests in various investment securities. 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 those changes could materially affect the amounts reported in the statements of net assets available for benefits.

(h) Fair Value Measurement

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

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

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observed for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means;

If the asset or liability has a specified (contractual) term, Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2009 and 2008.

Registered investment company funds: Valued at net asset value (NAV) of shares held by the plan at year end.

Common collective funds: Valued based upon the market value of the underlying investments.

(3) Certification by the Plan Trustee (Unaudited)

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103.8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Information regarding investments and investment income presented in the accompanying financial statements, supplemental schedule and below, was derived from the information certified by the Trustee as complete and accurate and is presented in reliance solely on these certifications. Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by PNC, as Trustee, except for comparing such information certified by the Trustee to information in the Plan's financial statements and supplement schedule.

	<u>2009</u>	<u>2008</u>
Neuberger Berman Genesis	\$ 928,598	1,261,453
PNC Investment Contract Fund	747,416	472,375
Janus Advisor Fundamental Equity	684,824	966,534
Dreyfus Bond Market Index Inv	671,099	—
American Bond Fund of America R3	—	807,103
American Beacon Balanced	615,648	712,117
Federated Mid-Cap Index	505,974	642,911
Fidelity Advisor Div Int'l	350,212	474,565

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$1,639,907, and is summarized as follows:

American Cap World Growth & Income R3	\$ (78,445)
American EuroPacific Growth R3	(3,629)
American Growth Fund of America R3	(55,508)
American Beacon Balanced	(106,922)
American Beacon Large Cap Value	(1,870)
American Bond Fund of America R3	(122,761)
BlackRock Equity Index	(58,922)
Dreyfus Bond Market Index Inv	7,245
Federated Kaufmann Small Cap	(26,673)
Federated Mid-Cap Index	(213,153)
Fidelity Advisor Div Int'l	(173,992)
Fidelity Advisor Strategic Income	(307)
Janus Advisor Fundamental Equity	(340,642)
Neuberger Berman Genesis	(456,674)
PNC Investment Contract Fund	20,106
T. Rowe Retirement 2010	163
T. Rowe Retirement 2020	(15,408)
T. Rowe Retirement 2030	(9,857)
T. Rowe Retirement 2040	(2,321)
T. Rowe Retirement 2050	(337)
Total	<u>\$ (1,639,907)</u>

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2009 and 2008:

As of June 30, 2009			
	Level 1	Level 2	Level 3
Registered investment company fund	\$ 4,625,595	—	—
Common collective fund	—	747,416	—
Total	<u>\$ 4,625,595</u>	<u>747,416</u>	<u>—</u>
As of June 30, 2008			
	Level 1	Level 2	Level 3
Registered investment company fund	\$ 5,852,982	—	—
Common collective fund	—	472,375	—
Total	<u>\$ 5,852,982</u>	<u>472,375</u>	<u>—</u>

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(4) Income Tax Status

The Plan has not applied for a determination letter with the Internal Revenue Service (IRS). The Plan has adopted a prototype plan and the IRS stated that the prototype plan, as then designed, is in compliance with the applicable requirements of the IRS. The prototype plan opinion letter has been relied upon by the Plan. In the opinion of the Plan administrator, the Plan and its underlying trust have operated within the terms of the Plan and remain qualified under the applicable provisions of the Code.

During a review of the Plan's coverage and non-discrimination testing during 2012, it was determined that the Plan needed to be retroactively amended in order to provide additional allocations to certain non-highly compensated employees in order to pass IRS coverage testing requirements. The accompanying 2009 financial statements reflect the impact of the additional allocations. In addition, it was determined that certain match and profit sharing contributions that had been paid into the Plan were inconsistent with the terms of the written plan document. During 2012, the Company intends to file an application under the Voluntary Compliance Program (VCP) to correct these defects. The Plan's administrator expects that the final outcome of the VCP will not have a material effect on the Plan's financial statements or any impact to the Plan's qualified tax status. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (asset) if the Plan has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2009, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

(5) Party-in-Interest Transactions

For the fiscal years ended June 30, 2009 and 2008, there were transactions involving the investment of Plan assets in investment funds maintained by PNC. PNC is the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest.

(6) Plan Termination

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

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

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

June 30, 2009

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	PNC Investment Contract Fund	234,226 shares	\$ 714,773	\$ 747,416
	Fidelity Advisor Strategic Income	2,872 shares	32,215	31,587
	American Beacon Balanced	60,775 shares	826,752	615,648
	T. Rowe Retirement 2010	218 shares	2,491	2,653
	T. Rowe Retirement 2020	670 shares	7,609	8,200
	T. Rowe Retirement 2030	3,448 shares	55,139	42,796
	T. Rowe Retirement 2040	414 shares	6,524	5,125
	American Growth Fund of America R3	7,973 shares	261,558	180,271
	Janus Advisor Fundamental Equity	60,178 shares	1,100,692	684,824
	American Beacon Large Cap Value	1,430 shares	21,817	19,077
	Blackrock Equity Index	14,540 shares	348,261	255,606
	Federated Mid-Cap Index	36,089 shares	795,021	505,974
	Federated Kaufmann Small Cap	8,995 shares	210,321	149,050
	Neuberger Berman Genesis	28,599 shares	1,457,418	928,598
	Fidelity Advisor Div Int'l	28,589 shares	604,744	350,212
	American Cap World Growth & Income R3	6,191 shares	262,085	171,602
	T. Rowe Retirement 2050	360 shares	2,842	2,488
	American EuroPacific Growth R3	25 shares	1,125	785
	Dreyfus Bond Market Index Inv	66,053 shares	663,568	671,099
	Total Investments			\$ 5,373,011
*	Participant loans	Annual interest rate ranging from 4.25% to 9.25% with maturities from 2010 to 2014		\$ 162,179

* Indicates a party-in-interest to the Plan

See accompanying independent auditors' report.



**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Financial Statements and Supplemental Schedule

June 30, 2009 and 2008

(With Independent Auditors' Report Thereon)

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Table of Contents

	Page
Independent Auditors' Report	1
Statements of Net Assets Available for Benefits – June 30, 2009 and 2008	2
Statement of Changes in Net Assets Available for Benefits – Fiscal Year ended June 30, 2009	3
Notes to Financial Statements – June 30, 2009 and 2008	4
Supplemental Schedule	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year) – June 30, 2009	12



KPMG LLP
New Jersey Headquarters
150 John F. Kennedy Parkway
Short Hills, NJ 07078-2778

Independent Auditors' Report

The Plan Administrator
The Medtech Group, Inc. 401(K) Salaried
Employees Retirement Savings Plan:

We were engaged to audit the accompanying statement of net assets available for benefits of The Medtech Group, Inc. 401(K) Salaried Employees Retirement Savings Plan (the Plan) as of June 30, 2009, and the related statement of changes in net assets available for benefits for the fiscal year ended June 30, 2009, and the supplemental Schedule H, line 4i – Schedule of Assets (Held at End of Year) as of June 30, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management. The financial statements of the Plan as of June 30, 2008, were audited by other auditors. 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 (ERISA), the Plan administrator instructed the other auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the Trustee. Their report, dated January 19, 2009, indicated that (a) because of the significance of the information that they did not audit, they were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 3, which was certified by PNC Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the 2009 financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the fiscal year ended June 30, 2009, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan's 2009 financial statements and supplemental schedule that we did not audit, we are unable to, and we do not, express an opinion on the accompanying 2009 financial statements and supplemental schedule taken as a whole. The form and content of the information included in the 2009 financial statements and supplemental schedule, 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.

KPMG LLP

August 2, 2012

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

June 30, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Assets:		
Investments, at fair value (note 3)	\$ 5,373,011	6,325,357
Participant loans	162,179	184,995
Employee contributions receivable	18,548	16,373
Employer contributions receivable	51,418	4,465
Loans receivable	<u>2,561</u>	<u>2,622</u>
Net assets available for benefits	<u>\$ 5,607,717</u>	<u>6,533,812</u>

See accompanying notes to financial statements.

THE MEDTECH GROUP, INC.
401(K) SALRIED EMPLOYEES RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Fiscal Year ended June 30, 2009

Additions:

Contributions:

Employer	\$ 183,461
Employee	526,454
Rollover	3,110
Total contributions	713,025

Investment income:

Interest and dividends	229,194
Net depreciation in fair value of investments	(1,639,907)
Other	11,741
Net investment loss	(1,398,972)
Total additions	(685,947)

Deductions:

Benefits paid directly to participants	231,658
Administrative expenses	8,490
Total deductions	240,148

Net decrease during the fiscal year	(926,095)
-------------------------------------	-----------

Net assets available for benefits – beginning of fiscal year	6,533,812
--	-----------

Net assets available for benefits – end of fiscal year	\$ 5,607,717
--	--------------

See accompanying notes to financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(1) Description of the Plan

The following description of The MedTech Group, Inc. 401(k) Salaried Employees Retirement Savings Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan's provisions.

(a) General

The Plan is a voluntary, participant directed defined contribution savings plan sponsored by The Medtech Group, Inc. (the Company or Plan Sponsor) to provide retirement income to supplement the benefits payable under Social Security. The Plan, established on September 1, 1986 and subsequently amended is administered by a third party and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions to the Plan and related assets at June 30, 2009 and 2008 are managed by PNC Bank, N.A. (PNC or Principal or the Trustee). PNC has certified as complete and accurate the fair values of the investments as of June 30, 2009 and 2008 and related net investment (loss) income for the fiscal year ended June 30, 2009.

(b) Contributions

Upon enrollment in the Plan, a participant may direct employee contributions, on a tax-deferred basis, in whole percentages of compensation or specific dollar amounts up to the maximum amount of employee compensation as specified under Section 402(g) of the Internal Revenue Code (the Code) and is therefore exempt from federal income taxes. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment options at any time. The Company matches 25% of a participant's contribution which does not exceed 5% of compensation. In addition, the plan provides for discretionary contributions as determined by the board of directors. The discretionary contribution was 1% for 2009.

(c) Participant Account

Each participant's account is adjusted to reflect any appreciation or depreciation in the fair value of the participant's share of each fund's investments and by the related share of investment income or loss. Company contributions are credited to each participant's account in accordance with the Plan's contribution policy, and administrative expenses, if not paid by the Company, are allocated in proportion to each participant's account balance. The benefit to which each participant is entitled is the value that can be derived from the participant's vested account.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(d) Vesting

All participants are fully vested in their voluntary contributions. Vesting in Company matching contributions is based on years of service with full vesting being attained after six years, or upon the attainment of age 59-1/2, whichever is earlier. Full vesting also occurs upon a participant's death, total disability, or upon termination of the Plan.

(e) Forfeitures

Upon termination from employment, participants will forfeit any non-vested portion of their account balance as of the termination date. Forfeitures are used to reduce future Company matching contributions or to pay administrative expenses of the Plan. At June 30, 2009 and 2008, forfeited non-vested accounts totaled \$16,857 and \$19,858 respectively. These accounts will be used to reduce future employer contributions and administrative expenses. During 2009, administrative expenses were reduced by \$8,490 from forfeited non-vested accounts.

(f) Participant Loans

The Plan provides for loans to participants which are repaid through payroll deductions. Loans (i) bear a reasonable rate of interest, (ii) must be adequately secured, (iii) are available to all participants on a uniform and nondiscriminatory basis, (iv) provide for repayment over a period not to exceed five years unless such loan is used to purchase a primary residence and (v) are limited to an amount not to exceed the lesser of \$50,000 or ½ of the participant's vested account balance. A loan will not be issued for an amount less than \$1,000. Participant loans are permitted in accordance with the employer's established loan procedures. The interest rate on loans outstanding were between 4.25% and 9.25% at June 30, 2009 with maturity dates ranging from 2010 to 2014.

(g) Payment of Benefits

A participant's entire vested account is payable upon retirement, attainment of age 59-1/2, death, disability or termination of employment.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared in accordance with the accrual basis of accounting.

(b) Recent Accounting Pronouncements

In April 2009, the Financial Accounting Standards Board (FASB) issued guidance under Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, which was formerly referred to as *FSP FAS 157-4, Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*. This guidance addresses the factors that determine whether there has been a significant decrease in the volume and level of activity for an asset or liability when compared to the normal market activity. Under this guidance, if the reporting entity has determined that the volume and level of activity has significantly decreased and transactions are not orderly, further analysis is required

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

and significant adjustments to the quoted prices or transactions may be needed. This guidance is effective for annual reporting periods ending after June 15, 2009. The impact of adopting the new guidance was not material to the Company's financial statements.

During 2009, the Plan adopted FASB No. 165, *Subsequent Events*, or ASC 855, which was issued in May 2009 and is effective for fiscal year and interim periods ending after June 15, 2009. ASC 855 requires evaluation of subsequent events through the date of financial statement issuance. The adoption did not have an impact on the Plan's financial statements. The Company has evaluated subsequent events through August 2, 2012 which is the date the financial statements were available for issuance.

In June 2009, the FASB issued guidance under ASC 105, *Generally Accepted Accounting Principles*, which was formerly referred to as FASB Statement of Financial Accounting Standards No. 168, *FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles – A Replacement of FASB Statement No. 162*. This guidance establishes the FASB Accounting Standards Codification (the Codification) as the source of authoritative U.S. generally accepted accounting principles (GAAP) for nongovernmental entities. This guidance and the Codification are effective for financial statements issued for annual periods ending after September 15, 2009. As the Codification does not change existing GAAP, the adoption will not have an impact on the Plan's financial statements.

In September 2009, the FASB issued ASC Update 2009-12, *Fair Value Measurements and Disclosures (Topic 820) – Investment in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)*. This update provides guidance on estimating the fair value of a company's investments in investment companies when the investment does not have a readily determinable fair value. It permits the use of the investment's net asset value as a practical expedient to determine fair value. This guidance also required additional disclosure of the attributes of these investments such as: (i) the nature of any restrictions on the reporting entity's ability to redeem its investment; (ii) unfunded commitments; and (iii) investment strategies of the investees. This guidance is effective for periods ending after December 15, 2009. The adoption is not expected to have a material impact on the Plan's financial statements

In January 2010, the FASB issued ASC Update 2010-06, *Fair Value Measurements and Disclosures (Topic 820) – Improving Disclosures about Fair Value Measurements*. This guidance requires: (i) separate disclosure of significant transfers between Level 1 and Level 2 and reasons for the transfers; (ii) disclosure, on a gross basis, of purchases, sales, issuances, and net settlements within Level 3; (iii) disclosures by class of assets and liabilities; and (iv) a description of the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements. This guidance is effective for reporting periods beginning after December 15, 2009, except for the Level 3 disclosure requirements, which will be effective for fiscal years beginning after December 15, 2010 with early adoption permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans* (a consensus of the FASB Emerging Issues Task Force). Existing guidance requires participant loans to be classified as plan investments which are generally measured at fair value. This update provides guidance requiring loans to participants to be classified as notes receivable from participants measured at carrying value. This ASU should be applied retrospectively to all prior periods presented, effective for fiscal years ending after December 15, 2010. Early adoption is permitted. The adoption of this guidance is not expected to have a material impact on the Plan's financial statements.

In May 2011, the FASB issued ASC Update 2011-04, *Fair Value Measurement: Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This guidance provides a consistent definition of fair value to ensure that the fair value measurement and disclosure requirements are similar between U.S. GAAP and IFRS. This standard changes certain fair value measurement principles and enhances the disclosure requirements. The adoption of this guidance is effective for interim and annual periods beginning after December 15, 2011 and should be applied prospectively. The Plan is currently evaluating the impact, if any, this guidance will have on its financial statements.

(c) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(d) Investments Valuation and Income Recognition

Investment transactions are recorded on the date of purchase or sale (trade date). Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net realized and unrealized investments gain or loss (net appreciation or depreciation in fair value of investments) is reflected in the accompanying statement of changes in net assets available for benefits, and is determined as the difference between fair value at the beginning of the year (or date purchased if during the year) and selling price (if sold during the year) or year-end value.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is a relevant measure attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. Investments held within the plan have a contract value that approximates there fair value.

(e) Payment of Benefits

Benefits are recorded when paid.

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(f) Plan Expenses

The Company pays the majority of expenses associated with administering the Plan. Expenses paid by the Plan include recordkeeping and trustee fees.

(g) Risks and Uncertainties

The plan invests in various investment securities. 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 those changes could materially affect the amounts reported in the statements of net assets available for benefits.

(h) Fair Value Measurement

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

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

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observed for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means;

If the asset or liability has a specified (contractual) term, Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2009 and 2008.

Registered investment company funds: Valued at net asset value (NAV) of shares held by the plan at year end.

Common collective funds: Valued based upon the market value of the underlying investments.

(3) Certification by the Plan Trustee (Unaudited)

The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103.8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Information regarding investments and investment income presented in the accompanying financial statements, supplemental schedule and below, was derived from the information certified by the Trustee as complete and accurate and is presented in reliance solely on these certifications. Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by PNC, as Trustee, except for comparing such information certified by the Trustee to information in the Plan's financial statements and supplement schedule.

	<u>2009</u>	<u>2008</u>
Neuberger Berman Genesis	\$ 928,598	1,261,453
PNC Investment Contract Fund	747,416	472,375
Janus Advisor Fundamental Equity	684,824	966,534
Dreyfus Bond Market Index Inv	671,099	—
American Bond Fund of America R3	—	807,103
American Beacon Balanced	615,648	712,117
Federated Mid-Cap Index	505,974	642,911
Fidelity Advisor Div Int'l	350,212	474,565

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$1,639,907, and is summarized as follows:

American Cap World Growth & Income R3	\$ (78,445)
American EuroPacific Growth R3	(3,629)
American Growth Fund of America R3	(55,508)
American Beacon Balanced	(106,922)
American Beacon Large Cap Value	(1,870)
American Bond Fund of America R3	(122,761)
BlackRock Equity Index	(58,922)
Dreyfus Bond Market Index Inv	7,245
Federated Kaufmann Small Cap	(26,673)
Federated Mid-Cap Index	(213,153)
Fidelity Advisor Div Int'l	(173,992)
Fidelity Advisor Strategic Income	(307)
Janus Advisor Fundamental Equity	(340,642)
Neuberger Berman Genesis	(456,674)
PNC Investment Contract Fund	20,106
T. Rowe Retirement 2010	163
T. Rowe Retirement 2020	(15,408)
T. Rowe Retirement 2030	(9,857)
T. Rowe Retirement 2040	(2,321)
T. Rowe Retirement 2050	(337)
Total	<u>\$ (1,639,907)</u>

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2009 and 2008:

As of June 30, 2009			
	Level 1	Level 2	Level 3
Registered investment company fund	\$ 4,625,595	—	—
Common collective fund	—	747,416	—
Total	<u>\$ 4,625,595</u>	<u>747,416</u>	<u>—</u>
As of June 30, 2008			
	Level 1	Level 2	Level 3
Registered investment company fund	\$ 5,852,982	—	—
Common collective fund	—	472,375	—
Total	<u>\$ 5,852,982</u>	<u>472,375</u>	<u>—</u>

**THE MEDTECH GROUP, INC. 401(K) SALARIED
EMPLOYEES RETIREMENT SAVINGS PLAN**

Notes to Financial Statements

June 30, 2009 and 2008

(4) Income Tax Status

The Plan has not applied for a determination letter with the Internal Revenue Service (IRS). The Plan has adopted a prototype plan and the IRS stated that the prototype plan, as then designed, is in compliance with the applicable requirements of the IRS. The prototype plan opinion letter has been relied upon by the Plan. In the opinion of the Plan administrator, the Plan and its underlying trust have operated within the terms of the Plan and remain qualified under the applicable provisions of the Code.

During a review of the Plan's coverage and non-discrimination testing during 2012, it was determined that the Plan needed to be retroactively amended in order to provide additional allocations to certain non-highly compensated employees in order to pass IRS coverage testing requirements. The accompanying 2009 financial statements reflect the impact of the additional allocations. In addition, it was determined that certain match and profit sharing contributions that had been paid into the Plan were inconsistent with the terms of the written plan document. During 2012, the Company intends to file an application under the Voluntary Compliance Program (VCP) to correct these defects. The Plan's administrator expects that the final outcome of the VCP will not have a material effect on the Plan's financial statements or any impact to the Plan's qualified tax status. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (asset) if the Plan has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2009, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

(5) Party-in-Interest Transactions

For the fiscal years ended June 30, 2009 and 2008, there were transactions involving the investment of Plan assets in investment funds maintained by PNC. PNC is the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest.

(6) Plan Termination

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

THE MEDTECH GROUP, INC.
401(K) SALARIED EMPLOYEES RETIREMENT SAVINGS PLAN

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

June 30, 2009

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	PNC Investment Contract Fund	234,226 shares	\$ 714,773	\$ 747,416
	Fidelity Advisor Strategic Income	2,872 shares	32,215	31,587
	American Beacon Balanced	60,775 shares	826,752	615,648
	T. Rowe Retirement 2010	218 shares	2,491	2,653
	T. Rowe Retirement 2020	670 shares	7,609	8,200
	T. Rowe Retirement 2030	3,448 shares	55,139	42,796
	T. Rowe Retirement 2040	414 shares	6,524	5,125
	American Growth Fund of America R3	7,973 shares	261,558	180,271
	Janus Advisor Fundamental Equity	60,178 shares	1,100,692	684,824
	American Beacon Large Cap Value	1,430 shares	21,817	19,077
	Blackrock Equity Index	14,540 shares	348,261	255,606
	Federated Mid-Cap Index	36,089 shares	795,021	505,974
	Federated Kaufmann Small Cap	8,995 shares	210,321	149,050
	Neuberger Berman Genesis	28,599 shares	1,457,418	928,598
	Fidelity Advisor Div Int'l	28,589 shares	604,744	350,212
	American Cap World Growth & Income R3	6,191 shares	262,085	171,602
	T. Rowe Retirement 2050	360 shares	2,842	2,488
	American EuroPacific Growth R3	25 shares	1,125	785
	Dreyfus Bond Market Index Inv	66,053 shares	663,568	671,099
	Total Investments			\$ 5,373,011
*	Participant loans	Annual interest rate ranging from 4.25% to 9.25% with maturities from 2010 to 2014		\$ 162,179

* Indicates a party-in-interest to the Plan

See accompanying independent auditors' report.