

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>01/01/2011</u> and ending <u>12/31/2011</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>INTEGRITY SAVINGS & RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ► <u>002</u> 1c Effective date of plan <u>01/01/1980</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>INTEGRITY MUTUAL INSURANCE COMPANY</u> <u>P. O. BOX 539</u> <u>APPLETON, WI 54912-0539</u>	2b Employer Identification Number (EIN) <u>39-0367560</u> 2c Sponsor's telephone number <u>920-734-4511</u> 2d Business code (see instructions) <u>524290</u>

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/09/2012</u>	<u>CINDY HEINDEL</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2011)
v.012611

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") INTEGRITY MUTUAL INSURANCE COMPANY P. O. BOX 539 APPLETON, WI 54912-0539	3b Administrator's EIN 39-0367560 3c Administrator's telephone number 920-734-4511
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	143
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	102
b Retired or separated participants receiving benefits.....	6b	2
c Other retired or separated participants entitled to future benefits.....	6c	43
d Subtotal. Add lines 6a , 6b , and 6c	6d	147
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	147
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	136
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	12

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

2E 2F 2G 2J 2K 2S 2T 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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2011
		This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan INTEGRITY SAVINGS & RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 INTEGRITY MUTUAL INSURANCE COMPANY	D Employer Identification Number (EIN) 39-0367560

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FID INV INST OPS CO

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65 60	RECORDKEEPER	1226	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
<div style="text-align: center;">(d) Enter name and EIN (address) of source of indirect compensation</div>		
BARON SMALL CAP - DST SYSTEMS, INC. 43-1581814	0.40%	
<div style="text-align: center;">(a) Enter service provider name as it appears on line 2</div>		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
<div style="text-align: center;">(d) Enter name and EIN (address) of source of indirect compensation</div>		
COHEN & STEERS RLTY - BOSTON FINANC 04-2526037	0.40%	
<div style="text-align: center;">(a) Enter service provider name as it appears on line 2</div>		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
<div style="text-align: center;">(d) Enter name and EIN (address) of source of indirect compensation</div>		
COL/ACORN INTL Z - COLUMBIA MGT INV P.O. BOX 8081 BOSTON, MA 02266	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
EATON LG CAP VALUE A - BNY MELLON I P.O. BOX 9793 PROVIDENCE, RI 02940	0.50%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
GS MID CAP VALUE A - GOLDMAN, SACHS 13-5108880	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
LD ABBETT MIDCPVAL A - DST SYSTEMS, 43-1581814	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIMCO TOT RETURN ADM - BOSTON FINAN 04-2526037	0.26%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
RS PARTNERS A - BOSTON FINANCIAL DA 04-2526037	0.55%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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 <u>01/01/2011</u> and ending <u>12/31/2011</u>	
	A Name of plan <u>INTEGRITY SAVINGS & RETIREMENT PLAN</u>	

B Three-digit plan number (PN) ►	<u>002</u>
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C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>INTEGRITY MUTUAL INSURANCE COMPANY</u>	D Employer Identification Number (EIN) <u>39-0367560</u>
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Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE:	<u>FID MGD INC PORT</u>
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b Name of sponsor of entity listed in (a):	<u>FIDELITY MANAGEMENT TRUST COMPANY</u>
---	--

c EIN-PN <u>04-3022712-024</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>657457</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:	
--	--

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

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

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:	
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b Name of sponsor of entity listed in (a):	
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c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)**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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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
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For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		
A Name of plan <u>INTEGRITY SAVINGS & RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>INTEGRITY MUTUAL INSURANCE COMPANY</u>	D Employer Identification Number (EIN) <u>39-0367560</u>	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	69153	122670
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(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)	85244	94280
(9) Value of interest in common/collective trusts.....	1c(9)	479461	657457
(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)	6958253	6860036
(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	7592111	7734443

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	7592111	7734443
---	-----------	---------	---------

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)	251565	
(B) Participants	2a(1)(B)	544554	
(C) Others (including rollovers)	2a(1)(C)	65252	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		861371
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)	2969	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2969
(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)	205768	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		205768
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		

		(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)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		20175
(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)		-390918
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		699365

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	555801	
(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)		555801
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1232	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1232
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		557033

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		142332
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: WIPFLI (2) EIN: 39-0758449

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		5000000
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)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2011
		This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>INTEGRITY SAVINGS & RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>INTEGRITY MUTUAL INSURANCE COMPANY</u>	D Employer Identification Number (EIN) <u>39-0367560</u>

Part I	Distributions
---------------	----------------------

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Integrity Savings and Retirement Plan

Appleton, Wisconsin

Financial Statements and Supplemental Schedule
Years Ended December 31, 2011 and 2010

Integrity Savings and Retirement Plan

Financial Statements and Supplemental Schedule

Years Ended December 31, 2011 and 2010

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Independent Auditor's Report

Audit Committee and Board of Directors
Integrity Savings and Retirement Plan
Appleton, Wisconsin

We were engaged to audit the accompanying statements of net assets available for benefits of Integrity Savings and Retirement Plan as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedule of Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2011 and 2010, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on these accompanying financial statements and supplemental schedule as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental 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 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.

A handwritten signature in cursive script that reads "Wipfli LLP".

Wipfli LLP

October 3, 2012
2901 East Enterprise Avenue, Suite 500
Appleton, Wisconsin 54913

Integrity Savings and Retirement Plan

Statements of Net Assets Available for Benefits

December 31, 2011 and 2010

	2011	2010
<i>Assets</i>		
Investments, at fair value	\$7,517,493	\$7,437,714
Receivables:		
Employer contributions	122,670	69,153
Notes receivable from participants	94,280	85,244
Total receivables	216,950	154,397
Net assets available for benefits, at fair value	7,734,443	7,592,111
Adjustment from fair value to contract value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	(16,215)	(3,898)
Net assets available for benefits	\$7,718,228	\$7,588,213

Integrity Savings and Retirement Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2011 and 2010

	2011	2010
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	(\$390,911)	\$706,755
Interest and dividends	213,619	144,841
Total investment income (loss)	(177,292)	851,596
Interest income on notes receivable from participants	2,969	3,430
Contributions:		
Employer	251,565	224,775
Participant	544,554	578,599
Rollovers	65,252	100,640
Total contributions	861,371	904,014
Other deductions:		
Benefits paid to participants	555,801	807,647
Administrative expenses	1,232	1,378
Total other deductions	557,033	809,025
Net increase in net assets available for benefits	130,015	950,015
Net assets available for benefits at beginning	7,588,213	6,638,198
Net assets available for benefits at end	\$7,718,228	\$7,588,213

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 1 Description of Plan

The following description of Integrity Savings and Retirement Plan (the "Plan") provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution 401(k) retirement plan covering substantially all employees of Integrity Mutual Insurance Company (the "Company") who have completed one month of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Participating employees may make voluntary contributions, not to exceed 60% of eligible compensation and limits mandated by the Internal Revenue Code (IRC), as defined in the plan document. Eligible employees are automatically entered into the Plan with a deferral of 6% of their eligible compensation if no election is made. Participants may also contribute amounts representing pretax distributions from other qualified retirement plans. Rollovers are not matched. The Company provides discretionary matching contributions based on a percentage of the participant's salary deferral contribution. The Company also provides a discretionary nonelective contribution to employees hired on or after July 1, 2008, if they were employed as of the last day of the plan year. The discretionary contributions are determined annually by the Company's Board of Directors. The discretionary matching contribution for 2011 and 2010 for each participant was 50% of the first 6% of eligible compensation contributed to the Plan. During 2011 and 2010, the employer match totaled \$146,685 and \$161,964, respectively. The discretionary nonelective contribution for 2011 and 2010 was 6% of eligible compensation. During 2011 and 2010, the employer nonelective contribution totaled \$89,908 and \$69,153, respectively. In 2011, the employer contribution receivable includes \$32,762 for the correction of an error in application of the vesting schedule in regards to the employer nonelective contribution. There was no correction for 2010.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 1 Description of Plan (Continued)

Participants Accounts

All investments in the participants' accounts are participant-directed. The Plan allows participants to select from a common/collective trust fund and a variety of mutual funds.

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contributions, and (b) plan earnings or losses and is reduced for withdrawals and certain administrative expenses not paid by the Company. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are 100% vested in their salary deferral and rollover contributions plus actual earnings/losses thereon. Participants hired prior to July 1, 2005, are 100% vested in all employer discretionary matching and discretionary profit sharing contributions.

Participants hired after July 1, 2005, vest in the Company's discretionary matching contributions at a rate of 20% each year beginning with the first year, with the participant becoming fully vested after five years of service. Participants eligible for the Company's discretionary nonelective contributions become fully vested after three years of service.

Notes Receivable From Participants

Participants may borrow from their accounts up to a maximum amount equal to the lesser of \$50,000 or 50% of their vested account balance with a \$1,000 minimum. Participants may not borrow from the portion of their account attributable to the nonelective contributions. Note terms range from one to five years or up to ten years for the purchase of a primary residence. The notes are secured by the balance in the participant's account and bear interest at a rate commensurate with similar notes made by the plan administrator. Interest rates on existing notes range from 3.25% to 8.25%. Principal and interest are paid ratably through payroll deductions.

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Payment of Benefits

Plan benefits are available at normal retirement (age 59½), disability retirement, death, and termination of employment with vested interests. A participant may elect to receive a single lump-sum payment or installment payments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account in one of the above forms. In addition, hardship distributions out of the participant's voluntary contributions account are permitted if certain criteria are met. The Plan also allows for in-service distributions upon attaining age 59½.

Forfeitures

Plan forfeitures arise as a result of participants who terminate service with the Company before becoming 100% vested in the Company's contributions. At December 31, 2011 and 2010, there were no unallocated forfeited nonvested accounts. These forfeitures are used for payment of plan administrative expenses or used to reduce employer contributions. During the years ended December 31, 2011 and 2010, employer contributions were reduced by \$17,790 and \$6,342, respectively, from forfeited nonvested accounts.

Note 2 **Summary of Significant Accounting Policies**

Basis of Accounting

The accompanying financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States (GAAP).

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Basis of Accounting (Continued)

The Plan invests in investment contracts through a collective trust. Contract value for this collective trust is based on the net asset value of the fund as reported by the investment advisor. The statements of net assets available for benefits present the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Use of Estimates

The preparation of the accompanying financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

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

Notes Receivable From Participants

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Investment management fees are paid by the Plan. Administrative expenses, investment advisory fees, and substantially all other expenses incurred in conjunction with the Plan are paid by the Company.

Subsequent Events

Subsequent events have been evaluated through October 3, 2012, which is the date the financial statements were available to be issued.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 3 Investments

The following is a schedule of investments that individually represent 5% or more of the Plan's net assets at December 31:

	2011		2010	
	Asset Fair Value	Percent of Net Assets	Asset Fair Value	Percent of Net Assets
Common/collective trust fund:				
Fidelity Managed Income Portfolio*	\$641,242	8.3	\$475,563	6.3
Mutual funds:				
Eaton Large Cap Value A Fund	703,456	9.1	708,093	9.3
Fidelity Freedom 2020 Fund	1,213,237	15.7	1,149,832	15.2
Fidelity Freedom 2030 Fund	432,925	5.6	435,793	5.7
Fidelity Freedom 2040 Fund	414,326	5.4	**	**
Fidelity Fund	578,977	7.5	597,289	7.9
Fidelity International Discovery Fund	**	**	497,178	6.6
Fidelity Mid Cap Stock Fund	579,261	7.5	557,765	7.4
Fidelity Puritan Fund	456,766	5.9	478,211	6.3

*Investment shown at contract value which is the relevant measurement attribute for the fully benefit-responsive investment contract.

**Represents less than 5% of the Plan's net assets for this year.

During 2011 and 2010, the Plan's mutual funds (including investments bought and sold as well as those held at year-end) appreciated (depreciated) in value by (\$390,911) and \$706,755, respectively.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements

Accounting standards provide the framework for measuring fair value. That framework provides a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

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 observable for the asset or liability.
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

The asset's 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.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Common/collective trust fund: Valued at the net asset value (NAV) of units held by the Plan at year-end. The NAV is based on the value of the underlying assets of the fund, minus its liabilities, and then divided by the number of units outstanding. The NAV's unit price is quoted on a private market that is not active; however, the unit price is based on the underlying investments, which are traded on an active market. The Managed Income Fund is a common/collective trust that holds a guaranteed investment contract. The guaranteed investment contract is valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer.

Mutual funds: Valued at the NAV of shares held by the Plan at year-end. The NAV is a quoted price in an active market.

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurements at December 31, 2011 and 2010:

Fair Value Measurements at December 31, 2011				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Common/collective trust fund - Managed income fund*	\$0	\$657,457	\$0	\$657,457
Mutual funds:				
Balanced/hybrid fund	456,766	0	0	456,766
Blended funds	941,346	0	0	941,346
Bond funds	674,907	0	0	674,907
Foreign funds	419,775	0	0	419,775
Growth funds	769,475	0	0	769,475
Life Cycle funds	2,755,715	0	0	2,755,715
Real estate fund	23,680	0	0	23,680
Value funds	818,372	0	0	818,372
Total mutual funds	6,860,036	0	0	6,860,036
Total assets at fair value	\$6,860,036	\$657,457	\$0	\$7,517,493

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

	Fair Value Measurements at December 31, 2010			Total
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Common/collective trust fund - Managed income fund*	\$0	\$479,461	\$0	\$479,461
Mutual funds:				
Balanced/hybrid fund	478,211	0	0	478,211
Blended funds	926,044	0	0	926,044
Bond funds	520,105	0	0	520,105
Foreign funds	545,829	0	0	545,829
Growth funds	782,473	0	0	782,473
Life Cycle funds	2,864,730	0	0	2,864,730
Real estate fund	18,510	0	0	18,510
Value funds	822,351	0	0	822,351
Total mutual funds	6,958,253	0	0	6,958,253
Total assets at fair value	\$6,958,253	\$479,461	\$0	\$7,437,714

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 **Fair Value Measurements (Continued)**

*The portfolio's investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the portfolio invests in assets (typically fixed income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements), enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by units in money market funds. Fidelity Management Trust Company seeks to minimize the exposure of the portfolio to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The portfolio's ability to receive amounts due pursuant to these contracts is depended upon the issuers' ability to meet their financial obligations. As of December 31, 2011 and 2010, there were no refundable commitments on the fund. The fund is able to be redeemed on a daily basis with written or telephone notice for the years ended December 31, 2011 and 2010 for participants; however, the Plan is required to provide a one-year redemption notice period to liquidate its entire share of the fund.

Note 5 **Information Certified by Plan Trustee**

The plan administrator has elected the method of annual reporting compliance 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's trustee, Fidelity Management Trust Company, has certified the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- (a) Investments and notes receivable from participants as shown in the statements of net assets available for benefits.
- (b) Net appreciation (depreciation) in fair value of investments, interest and dividends, and interest income on notes receivable from participants as shown in the statements of changes in net assets available for benefits.
- (c) Investment information as disclosed in Note 3, and on Schedule H, Line 4i - Schedule of Assets (Held at End of Year).

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 5 **Information Certified by Plan Trustee** (Continued)

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

Note 6 **Party-in-Interest Transactions**

Certain plan investments are units of a common/collective trust fund and shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the trustee as defined by the Plan and, therefore, these transactions qualify as part-in-interest transactions. Fees paid by the Plan to the trustee for the investment management services totaled \$1,232 and \$1,378 for 2011 and 2010, respectively.

Notes receivable from participants also qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules of ERISA.

Note 7 **Plan Termination**

Although it has not expressed any intent to do so, the Company has the right under the plan document to discontinue its contributions and to terminate or partially terminate the Plan subject to the provisions of ERISA. In event of termination, all amounts credited to participants' accounts would become 100% vested and distributed to participants in accordance with the Plan's provisions.

Note 8 **Tax Status**

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified and the related trust is tax-exempt.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 8 Tax Status (Continued)

GAAP requires the Plan's management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

Note 9 Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

Note 10 Reconciliation of Financial Statements to Form 5500

As described in Note 2, the Plan's investment contract is reported at fair value with an adjustment to contract value to arrive at net assets available for benefits on the financial statements. The Form 5500 presented net assets available for benefits at fair value.

Following is a reconciliation of net assets available for benefits per the financial statements at December 31 to Form 5500:

	2011	2010
Net assets available for benefits per the financial statements	\$7,718,228	\$7,588,213
Adjustment from contract value to fair value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	16,215	3,898
Net assets available for benefits per Form 5500	\$7,734,443	\$7,592,111

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 10 **Reconciliation of Financial Statements to Form 5500** (Continued)

Following is a reconciliation of net investment income (loss) per the financial statements to Form 5500:

	2011	2010
Investment income (loss) per the financial statements	(\$177,292)	\$851,596
Adjustment from contract value to fair value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	12,317	13,640
Investment income (loss) per Form 5500	(\$164,975)	\$865,236

Note 11 **Reclassifications**

Certain reclassifications have been made to the 2010 financial statements to conform to the 2011 classifications.

Supplemental Schedule

Integrity Savings and Retirement Plan

Plan's EIN #39-0367560 Plan #002

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

December 31, 2011

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
Fidelity Management Trust Company*	Common/collective trust fund: Fidelity Managed Income Portfolio	\$N/R	\$657,457
	Mutual funds:		
Baron	Small Cap Fund	N/R	41,973
Cohen & Steers	Realty Fund	N/R	23,680
Columbia Acorn	International Z Fund	N/R	56,793
Eaton	Large Cap Value A Fund	N/R	703,456
Fidelity Management Trust Company*	Capital Appreciation Fund	N/R	148,241
	Freedom 2000 Fund	N/R	16,655
	Freedom 2005 Fund	N/R	7,687
	Freedom 2010 Fund	N/R	161,849
	Freedom 2015 Fund	N/R	89,285
	Freedom 2020 Fund	N/R	1,213,237
	Freedom 2025 Fund	N/R	190,577
	Freedom 2030 Fund	N/R	432,925
	Freedom 2035 Fund	N/R	150,239
	Freedom 2040 Fund	N/R	414,326
	Freedom 2045 Fund	N/R	52,593
	Freedom 2050 Fund	N/R	15,386
	Freedom Income Fund	N/R	10,956
	Fidelity Fund	N/R	578,977
	International Discovery Fund	N/R	362,982
	Low Priced Stock Fund	N/R	224,945
	Mid Cap Stock Fund	N/R	579,261
	Puritan Fund	N/R	456,766
	Small Cap Value Fund	N/R	41,009

Integrity Savings and Retirement Plan

Plan's EIN #39-0367560 Plan #002

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

December 31, 2011

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
Mutual funds: (Continued)			
Goldman Sachs	Mid Cap Value Fund	\$N/R	\$73,907
PIMCO	Total Return Adm Fund	N/R	363,477
RS	Partners A Fund	N/R	123,469
Spartan	Total Market Index Fund	N/R	13,955
Spartan	U.S. Bond Index Fund	N/R	311,430
Total mutual funds			6,860,036
Participant Loans*	3.25% to 8.25% notes, maturing over the next five years	0	94,280
Total assets (held at end of year)			\$7,611,773

*Party-in-interest

N/R - Cost information is not required for participant-directed investments.

Integrity Savings and Retirement Plan

Appleton, Wisconsin

Financial Statements and Supplemental Schedule
Years Ended December 31, 2011 and 2010

Integrity Savings and Retirement Plan

Financial Statements and Supplemental Schedule

Years Ended December 31, 2011 and 2010

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Independent Auditor's Report

Audit Committee and Board of Directors
Integrity Savings and Retirement Plan
Appleton, Wisconsin

We were engaged to audit the accompanying statements of net assets available for benefits of Integrity Savings and Retirement Plan as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended and the supplemental schedule of Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2011. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2011 and 2010, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on these accompanying financial statements and supplemental schedule as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental 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 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.

A handwritten signature in cursive script that reads "Wipfli LLP".

Wipfli LLP

October 3, 2012
2901 East Enterprise Avenue, Suite 500
Appleton, Wisconsin 54913

Integrity Savings and Retirement Plan

Statements of Net Assets Available for Benefits

December 31, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value	\$7,517,493	\$7,437,714
Receivables:		
Employer contributions	122,670	69,153
Notes receivable from participants	94,280	85,244
Total receivables	216,950	154,397
Net assets available for benefits, at fair value	7,734,443	7,592,111
Adjustment from fair value to contract value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	(16,215)	(3,898)
Net assets available for benefits	\$7,718,228	\$7,588,213

Integrity Savings and Retirement Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2011 and 2010

	2011	2010
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	(\$390,911)	\$706,755
Interest and dividends	213,619	144,841
Total investment income (loss)	(177,292)	851,596
Interest income on notes receivable from participants	2,969	3,430
Contributions:		
Employer	251,565	224,775
Participant	544,554	578,599
Rollovers	65,252	100,640
Total contributions	861,371	904,014
Other deductions:		
Benefits paid to participants	555,801	807,647
Administrative expenses	1,232	1,378
Total other deductions	557,033	809,025
Net increase in net assets available for benefits	130,015	950,015
Net assets available for benefits at beginning	7,588,213	6,638,198
Net assets available for benefits at end	\$7,718,228	\$7,588,213

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 1 Description of Plan

The following description of Integrity Savings and Retirement Plan (the "Plan") provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution 401(k) retirement plan covering substantially all employees of Integrity Mutual Insurance Company (the "Company") who have completed one month of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Participating employees may make voluntary contributions, not to exceed 60% of eligible compensation and limits mandated by the Internal Revenue Code (IRC), as defined in the plan document. Eligible employees are automatically entered into the Plan with a deferral of 6% of their eligible compensation if no election is made. Participants may also contribute amounts representing pretax distributions from other qualified retirement plans. Rollovers are not matched. The Company provides discretionary matching contributions based on a percentage of the participant's salary deferral contribution. The Company also provides a discretionary nonelective contribution to employees hired on or after July 1, 2008, if they were employed as of the last day of the plan year. The discretionary contributions are determined annually by the Company's Board of Directors. The discretionary matching contribution for 2011 and 2010 for each participant was 50% of the first 6% of eligible compensation contributed to the Plan. During 2011 and 2010, the employer match totaled \$146,685 and \$161,964, respectively. The discretionary nonelective contribution for 2011 and 2010 was 6% of eligible compensation. During 2011 and 2010, the employer nonelective contribution totaled \$89,908 and \$69,153, respectively. In 2011, the employer contribution receivable includes \$32,762 for the correction of an error in application of the vesting schedule in regards to the employer nonelective contribution. There was no correction for 2010.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 1 Description of Plan (Continued)

Participants Accounts

All investments in the participants' accounts are participant-directed. The Plan allows participants to select from a common/collective trust fund and a variety of mutual funds.

Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contributions, and (b) plan earnings or losses and is reduced for withdrawals and certain administrative expenses not paid by the Company. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are 100% vested in their salary deferral and rollover contributions plus actual earnings/losses thereon. Participants hired prior to July 1, 2005, are 100% vested in all employer discretionary matching and discretionary profit sharing contributions.

Participants hired after July 1, 2005, vest in the Company's discretionary matching contributions at a rate of 20% each year beginning with the first year, with the participant becoming fully vested after five years of service. Participants eligible for the Company's discretionary nonelective contributions become fully vested after three years of service.

Notes Receivable From Participants

Participants may borrow from their accounts up to a maximum amount equal to the lesser of \$50,000 or 50% of their vested account balance with a \$1,000 minimum. Participants may not borrow from the portion of their account attributable to the nonelective contributions. Note terms range from one to five years or up to ten years for the purchase of a primary residence. The notes are secured by the balance in the participant's account and bear interest at a rate commensurate with similar notes made by the plan administrator. Interest rates on existing notes range from 3.25% to 8.25%. Principal and interest are paid ratably through payroll deductions.

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Payment of Benefits

Plan benefits are available at normal retirement (age 59½), disability retirement, death, and termination of employment with vested interests. A participant may elect to receive a single lump-sum payment or installment payments. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account in one of the above forms. In addition, hardship distributions out of the participant's voluntary contributions account are permitted if certain criteria are met. The Plan also allows for in-service distributions upon attaining age 59½.

Forfeitures

Plan forfeitures arise as a result of participants who terminate service with the Company before becoming 100% vested in the Company's contributions. At December 31, 2011 and 2010, there were no unallocated forfeited nonvested accounts. These forfeitures are used for payment of plan administrative expenses or used to reduce employer contributions. During the years ended December 31, 2011 and 2010, employer contributions were reduced by \$17,790 and \$6,342, respectively, from forfeited nonvested accounts.

Note 2 **Summary of Significant Accounting Policies**

Basis of Accounting

The accompanying financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States (GAAP).

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Basis of Accounting (Continued)

The Plan invests in investment contracts through a collective trust. Contract value for this collective trust is based on the net asset value of the fund as reported by the investment advisor. The statements of net assets available for benefits present the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Use of Estimates

The preparation of the accompanying financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

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

Notes Receivable From Participants

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

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

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Investment management fees are paid by the Plan. Administrative expenses, investment advisory fees, and substantially all other expenses incurred in conjunction with the Plan are paid by the Company.

Subsequent Events

Subsequent events have been evaluated through October 3, 2012, which is the date the financial statements were available to be issued.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 3 Investments

The following is a schedule of investments that individually represent 5% or more of the Plan's net assets at December 31:

	2011		2010	
	Asset Fair Value	Percent of Net Assets	Asset Fair Value	Percent of Net Assets
Common/collective trust fund:				
Fidelity Managed Income Portfolio*	\$641,242	8.3	\$475,563	6.3
Mutual funds:				
Eaton Large Cap Value A Fund	703,456	9.1	708,093	9.3
Fidelity Freedom 2020 Fund	1,213,237	15.7	1,149,832	15.2
Fidelity Freedom 2030 Fund	432,925	5.6	435,793	5.7
Fidelity Freedom 2040 Fund	414,326	5.4	**	**
Fidelity Fund	578,977	7.5	597,289	7.9
Fidelity International Discovery Fund	**	**	497,178	6.6
Fidelity Mid Cap Stock Fund	579,261	7.5	557,765	7.4
Fidelity Puritan Fund	456,766	5.9	478,211	6.3

*Investment shown at contract value which is the relevant measurement attribute for the fully benefit-responsive investment contract.

**Represents less than 5% of the Plan's net assets for this year.

During 2011 and 2010, the Plan's mutual funds (including investments bought and sold as well as those held at year-end) appreciated (depreciated) in value by (\$390,911) and \$706,755, respectively.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements

Accounting standards provide the framework for measuring fair value. That framework provides a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

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 observable for the asset or liability.
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

The asset's 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.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Common/collective trust fund: Valued at the net asset value (NAV) of units held by the Plan at year-end. The NAV is based on the value of the underlying assets of the fund, minus its liabilities, and then divided by the number of units outstanding. The NAV's unit price is quoted on a private market that is not active; however, the unit price is based on the underlying investments, which are traded on an active market. The Managed Income Fund is a common/collective trust that holds a guaranteed investment contract. The guaranteed investment contract is valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer.

Mutual funds: Valued at the NAV of shares held by the Plan at year-end. The NAV is a quoted price in an active market.

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

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurements at December 31, 2011 and 2010:

Fair Value Measurements at December 31, 2011				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Common/collective trust fund - Managed income fund*	\$0	\$657,457	\$0	\$657,457
Mutual funds:				
Balanced/hybrid fund	456,766	0	0	456,766
Blended funds	941,346	0	0	941,346
Bond funds	674,907	0	0	674,907
Foreign funds	419,775	0	0	419,775
Growth funds	769,475	0	0	769,475
Life Cycle funds	2,755,715	0	0	2,755,715
Real estate fund	23,680	0	0	23,680
Value funds	818,372	0	0	818,372
Total mutual funds	6,860,036	0	0	6,860,036
Total assets at fair value	\$6,860,036	\$657,457	\$0	\$7,517,493

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 Fair Value Measurements (Continued)

	Fair Value Measurements at December 31, 2010			Total
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Common/collective trust fund - Managed income fund*	\$0	\$479,461	\$0	\$479,461
Mutual funds:				
Balanced/hybrid fund	478,211	0	0	478,211
Blended funds	926,044	0	0	926,044
Bond funds	520,105	0	0	520,105
Foreign funds	545,829	0	0	545,829
Growth funds	782,473	0	0	782,473
Life Cycle funds	2,864,730	0	0	2,864,730
Real estate fund	18,510	0	0	18,510
Value funds	822,351	0	0	822,351
Total mutual funds	6,958,253	0	0	6,958,253
Total assets at fair value	\$6,958,253	\$479,461	\$0	\$7,437,714

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 4 **Fair Value Measurements (Continued)**

*The portfolio's investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the portfolio invests in assets (typically fixed income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements), enters into "wrap" contracts issued by third parties, and invests in cash equivalents represented by units in money market funds. Fidelity Management Trust Company seeks to minimize the exposure of the portfolio to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The portfolio's ability to receive amounts due pursuant to these contracts is depended upon the issuers' ability to meet their financial obligations. As of December 31, 2011 and 2010, there were no refundable commitments on the fund. The fund is able to be redeemed on a daily basis with written or telephone notice for the years ended December 31, 2011 and 2010 for participants; however, the Plan is required to provide a one-year redemption notice period to liquidate its entire share of the fund.

Note 5 **Information Certified by Plan Trustee**

The plan administrator has elected the method of annual reporting compliance 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's trustee, Fidelity Management Trust Company, has certified the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- (a) Investments and notes receivable from participants as shown in the statements of net assets available for benefits.
- (b) Net appreciation (depreciation) in fair value of investments, interest and dividends, and interest income on notes receivable from participants as shown in the statements of changes in net assets available for benefits.
- (c) Investment information as disclosed in Note 3, and on Schedule H, Line 4i - Schedule of Assets (Held at End of Year).

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 5 **Information Certified by Plan Trustee** (Continued)

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

Note 6 **Party-in-Interest Transactions**

Certain plan investments are units of a common/collective trust fund and shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the trustee as defined by the Plan and, therefore, these transactions qualify as part-in-interest transactions. Fees paid by the Plan to the trustee for the investment management services totaled \$1,232 and \$1,378 for 2011 and 2010, respectively.

Notes receivable from participants also qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules of ERISA.

Note 7 **Plan Termination**

Although it has not expressed any intent to do so, the Company has the right under the plan document to discontinue its contributions and to terminate or partially terminate the Plan subject to the provisions of ERISA. In event of termination, all amounts credited to participants' accounts would become 100% vested and distributed to participants in accordance with the Plan's provisions.

Note 8 **Tax Status**

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated March 31, 2008, that the Plan and related trust are designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified and the related trust is tax-exempt.

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 8 Tax Status (Continued)

GAAP requires the Plan's management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

Note 9 Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

Note 10 Reconciliation of Financial Statements to Form 5500

As described in Note 2, the Plan's investment contract is reported at fair value with an adjustment to contract value to arrive at net assets available for benefits on the financial statements. The Form 5500 presented net assets available for benefits at fair value.

Following is a reconciliation of net assets available for benefits per the financial statements at December 31 to Form 5500:

	2011	2010
Net assets available for benefits per the financial statements	\$7,718,228	\$7,588,213
Adjustment from contract value to fair value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	16,215	3,898
Net assets available for benefits per Form 5500	\$7,734,443	\$7,592,111

Integrity Savings and Retirement Plan

Notes to Financial Statements

Note 10 **Reconciliation of Financial Statements to Form 5500** (Continued)

Following is a reconciliation of net investment income (loss) per the financial statements to Form 5500:

	2011	2010
Investment income (loss) per the financial statements	(\$177,292)	\$851,596
Adjustment from contract value to fair value for the fully benefit-responsive investment contract held by Fidelity Managed Income Portfolio	12,317	13,640
Investment income (loss) per Form 5500	(\$164,975)	\$865,236

Note 11 **Reclassifications**

Certain reclassifications have been made to the 2010 financial statements to conform to the 2011 classifications.

Supplemental Schedule

Integrity Savings and Retirement Plan

Plan's EIN #39-0367560 Plan #002

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

December 31, 2011

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
Fidelity Management Trust Company*	Common/collective trust fund: Fidelity Managed Income Portfolio	\$N/R	\$657,457
	Mutual funds:		
Baron	Small Cap Fund	N/R	41,973
Cohen & Steers	Realty Fund	N/R	23,680
Columbia Acorn	International Z Fund	N/R	56,793
Eaton	Large Cap Value A Fund	N/R	703,456
Fidelity Management Trust Company*	Capital Appreciation Fund	N/R	148,241
	Freedom 2000 Fund	N/R	16,655
	Freedom 2005 Fund	N/R	7,687
	Freedom 2010 Fund	N/R	161,849
	Freedom 2015 Fund	N/R	89,285
	Freedom 2020 Fund	N/R	1,213,237
	Freedom 2025 Fund	N/R	190,577
	Freedom 2030 Fund	N/R	432,925
	Freedom 2035 Fund	N/R	150,239
	Freedom 2040 Fund	N/R	414,326
	Freedom 2045 Fund	N/R	52,593
	Freedom 2050 Fund	N/R	15,386
	Freedom Income Fund	N/R	10,956
	Fidelity Fund	N/R	578,977
	International Discovery Fund	N/R	362,982
	Low Priced Stock Fund	N/R	224,945
	Mid Cap Stock Fund	N/R	579,261
	Puritan Fund	N/R	456,766
	Small Cap Value Fund	N/R	41,009

Integrity Savings and Retirement Plan

Plan's EIN #39-0367560 Plan #002

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

December 31, 2011

Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
Mutual funds: (Continued)			
Goldman Sachs	Mid Cap Value Fund	\$N/R	\$73,907
PIMCO	Total Return Adm Fund	N/R	363,477
RS	Partners A Fund	N/R	123,469
Spartan	Total Market Index Fund	N/R	13,955
Spartan	U.S. Bond Index Fund	N/R	311,430
Total mutual funds			6,860,036
Participant Loans*	3.25% to 8.25% notes, maturing over the next five years	0	94,280
Total assets (held at end of year)			\$7,611,773

*Party-in-interest

N/R - Cost information is not required for participant-directed investments.