

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>AMSAFE RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>09/01/2004</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>AMSAFE, INC.</u> <u>1043 N 47TH AVE</u> <u>PHOENIX, AZ 85043</u>	2b Employer Identification Number (EIN) <u>36-3363619</u> 2c Sponsor's telephone number <u>602-850-2811</u> 2d Business code (see instructions) <u>336410</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>10/11/2012</u>	<u>LISA M. ERA</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") AMSAFE, INC. 1043 N 47TH AVE PHOENIX, AZ 85043	3b Administrator's EIN 36-3363619 3c Administrator's telephone number 602-850-2811
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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	713
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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	562
b Retired or separated participants receiving benefits.....	6b	1
c Other retired or separated participants entitled to future benefits.....	6c	176
d Subtotal. Add lines 6a , 6b , and 6c	6d	739
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	4
f Total. Add lines 6d and 6e	6f	743
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	619
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	22

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 2H 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) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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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 AMSAFE RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 AMSAFE, INC.	D Employer Identification Number (EIN) 36-3363619	

Part I	Service Provider Information (see instructions)
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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
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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)

HARTFORD RETIREMENT SERVICES, LLC

26-1589907

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 38 49 59 60 62 63 64 65 72 99 50	N/A	58568	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

RELIANCE TRUST COMPANY

58-1428634

(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?
19 99 25	N/A	0	Yes ☒ No ☐	Yes ☐ No ☒	888	Yes ☐ No ☒

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

GPC SECURITIES, INC

58-1517899

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 64 65	N/A	0	Yes ☒ No ☐	Yes ☐ No ☒	2968	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)

MORNINGSTAR ASSOCIATES, LLC

36-4317381

(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?
49	N/A	0	Yes ☒ No ☐	Yes ☐ No ☒	44	Yes ☐ No ☒

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

INVESCO STABLE VALUE TRUST

84-1142974

(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?
50 51	N/A	16770	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 ☐

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
HARTFORD RETIREMENT SERVICES, LLC	52 59 60 62 63	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.
SEE FEE AND COMPENSATION REPORT 26-1589907		SEE FEE AND COMPENSATION DISCLOSURE REPORT ATTACHM
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
RELiance TRUST COMPANY	19 99 25	887
(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.
HARTFORD RETIREMENT SERVICES 26-1589907		SEE FEE AND COMPENSATION DISCLOSURE REPORT ATTACHM
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
GPC SECURITIES, INC	15 64 65	2968
(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.
HARTFORD RETIREMENT SERVICES 26-1589907		SEE FEE AND COMPENSATION DISCLOSURE REPORT ATTACHM

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
MORNINGSTAR ASSOCIATES, LLC	49	44
(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.	
HARTFORD LIFE INSURANCE COMPANY 06-0974148	SEE FEE AND COMPENSATION DISCLOSURE REPORT ATTACHM	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

A Name of plan <u>AMSAFE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AMSAFE, INC.</u>	D Employer Identification Number (EIN) <u>36-3363619</u>	

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: INVESCO INTERNATIONAL EQUITY TRUST

b Name of sponsor of entity listed in (a): AMVESCAP NATIONAL TRUST COMPANY

c EIN-PN <u>84-1251723-001</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>765634</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO STABLE VALUE TRUST

b Name of sponsor of entity listed in (a): AMVESCAP NATIONAL TRUST COMPANY

c EIN-PN <u>84-1142974-001</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>5153569</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:

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)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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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
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2011 This Form is Open to Public Inspection
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		
A Name of plan <u>AMSAFE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMSAFE, INC.</u>	D Employer Identification Number (EIN) <u>36-3363619</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(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)	406139	451497
	(9) Value of interest in common/collective trusts.....	1c(9)	5711830	5919203
	(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)	11323989	12012788
	(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	17441958	18383488

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	17441958	18383488
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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)	1256815	
(B) Participants	2a(1)(B)	1148142	
(C) Others (including rollovers)	2a(1)(C)	125071	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		2530028
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)	23684	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		23684
(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)	328305	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		328305
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-107473
(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)		-417613
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2356931

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1318193	
(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)		1318193
f Corrective distributions (see instructions)	2f		16405
g Certain deemed distributions of participant loans (see instructions).....	2g		5466
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	75337	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		75337
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1415401

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		941530
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: HENRY & HORNE, LLP (2) EIN: 86-0133881

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		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>AMSAFE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMSAFE, INC.</u>	D Employer Identification Number (EIN) <u>36-3363619</u>

Part I	Distributions
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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>06-0974148</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
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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): _____

THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

FINANCIAL STATEMENTS

As of December 31, 2011 and 2010 and
for the Year Ended December 31, 2011





HENRY & HORNE, LLP
Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Plan Sponsor and Plan Administrator
The AmSafe Retirement Plan
Phoenix, Arizona

We were engaged to audit the accompanying statements of net assets available for benefits of The AmSafe Retirement Plan (the "Plan") as of December 31, 2011 and 2010, the related statements of changes in net assets available for benefits for the years ended December 31, 2011 and 2010, 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 4, which was certified by Reliance Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and the supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2011 and 2010, 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 taken 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 of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Henry & Horne, LLP

Tempe, Arizona
October 3, 2012

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THE AMSAFE RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010

	<u>2011</u>	<u>Restated 2010</u>
ASSETS		
Investments, at fair value	<u>\$ 18,092,209</u>	<u>\$ 17,172,294</u>
Receivables:		
Participant contributions	30,829	28,690
Employer contributions	973,318	843,181
Notes receivable from participants	<u>451,497</u>	<u>406,139</u>
TOTAL RECEIVABLES	<u>1,455,644</u>	<u>1,278,010</u>
TOTAL ASSETS	<u>19,547,853</u>	<u>18,450,304</u>
LIABILITIES	<u>-</u>	<u>-</u>
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	<u>19,547,853</u>	<u>18,450,304</u>
Adjustment from fair value to contract value for fully benefit-responsive contract	<u>(160,218)</u>	<u>(136,475)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 19,387,635</u></u>	<u><u>\$ 18,313,829</u></u>

THE AMSAFE RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS

Years ended December 31, 2011 and 2010

	2011	Restated 2010
ADDITIONS TO NET ASSETS AVAILABLE FOR BENEFITS		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (525,086)	\$ 1,346,224
Dividends and interest	328,306	375,070
	<u>(196,780)</u>	<u>1,721,294</u>
TOTAL INVESTMENT INCOME (LOSS)		
Interest from notes receivable from participants	23,684	31,827
Contributions:		
Participant	1,150,280	992,256
Employer	1,386,952	1,195,995
Rollovers	125,071	330,076
	<u>2,662,303</u>	<u>2,518,327</u>
TOTAL CONTRIBUTIONS		
TOTAL ADDITIONS	<u>2,489,207</u>	<u>4,271,448</u>
DEDUCTIONS FROM NET ASSETS AVAILABLE FOR BENEFITS		
Benefits paid to participants	1,340,064	2,360,971
Administrative expenses	75,337	53,082
	<u>1,415,401</u>	<u>2,414,053</u>
TOTAL DEDUCTIONS		
NET INCREASE	1,073,806	1,857,395
NET ASSETS AVAILABLE FOR BENEFITS BEGINNING OF YEAR	<u>18,313,829</u>	<u>16,456,434</u>
END OF YEAR	<u>\$ 19,387,635</u>	<u>\$ 18,313,829</u>

See accompanying notes.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES

Effective as of September 1, 2004, AmSafe Inc. (the "Company" or "Employer") adopted The AmSafe Retirement Plan (the "Plan").

The following description of the Plan provides only general information. More complete information and a description of the Plan may be found in the plan agreement covering the provisions of participation, contribution, vesting and benefit payments.

General

The Plan is a defined contribution plan that provides benefits to eligible employees of the Company and certain affiliates and subsidiaries. The Plan was restated effective January 1, 2010. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Administration

The Employer has appointed a 401(k) Investment Committee ("Committee") to manage the operation and administration of the Plan. The Employer has contracted with Reliance Trust Company, to act as the trustee of the Plan. The Employer has contracted with The Hartford to act as the third-party administrator who processes and maintains the records of participant data.

Participant Contributions

Employees who have completed 60 days of service are eligible to contribute a portion of pretax annual compensation, as defined in the Plan and subject to Internal Revenue Code ("IRC") limits. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions, subject to IRC limits. Participants may direct both their contribution and the Company contribution, if any, in selected investment funds.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Employer Contributions

The Company may make discretionary matching contributions as defined in the plan document. In 2011 and 2010, the Company matched 50% of each eligible participant's contribution up to a maximum of 6% of the participant's compensation. The Plan also allows for a discretionary profit sharing contribution, which is allocated to participants based on a percentage of eligible compensation. Participants become eligible to receive matching contributions and profit sharing contributions once they complete 60 days of service and six months of service, respectively. Participants must also complete at least 500 hours of service during the Plan year and be employed on the last day of the Plan year in order to receive profit sharing contributions. The Company made profit sharing contributions of \$961,168 and \$832,462 for years ending December 31, 2011 and 2010, respectively, and were allocated at 4% of eligible compensation.

Participant Accounts

Each participant's account is credited with the participant's contribution, Plan earnings or losses, an allocation of the Company's contribution and an allocation of administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their voluntary contributions. Vesting in the Company's discretionary matching and profit sharing contribution portions of their accounts, plus actual earnings thereon, is based on years of credited service. A participant is 20% vested in the Company's contributions after one year of service, vesting an additional 20% per year until the participant is 100% vested after five years of service. A year of service for vesting purposes consists of 500 hours of service.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Payment of Benefits

On termination of service due to death, disability or retirement, or upon reaching age 59 ½, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest in his or her account. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution or rollover into another qualified plan or account. Participants with vested balances exceeding \$1,000 must consent prior to the funds being distributed. Participants with vested balances that do not exceed \$1,000 must take a lump sum distribution as soon as practicable following termination. Participants may also request hardship distributions under certain circumstances. Hardship withdrawals may not exceed the amount of the employee's cumulative deferral and the participant may not make additional deferrals for a period of six months after the date of the withdrawal.

Forfeited Accounts

Any accumulated benefits forfeited during a plan year due to participant withdrawal prior to full vesting may be applied to reduce administrative expenses and future Employer contributions. Forfeited accounts used to pay administrative expenses during 2011 and 2010 totaled \$19,727 and \$5,635, respectively. At December 31, 2011 and 2010, unallocated forfeitures were \$87,214 and \$85,409, respectively.

Operating Expenses

Certain expenses of maintaining the Plan are paid for by the Employer.

Notes Receivable from Participants

The Plan allows participants to borrow a minimum of \$500 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The notes receivable are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined by the plan administrator. Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are reclassified as distributions based upon the terms of the plan document.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition

The Accounting Standards Codification establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are 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 | <p>Inputs to the valuation methodology include:</p> <ul style="list-style-type: none">• 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. |
| Level 3 | Inputs to the valuation methodology are unobservable and significant to the fair value measurement, and usually reflect the plan's own assumptions about the assumptions that market participants would use in pricing the assets (i.e. real estate valuations, broker quotes). |

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 maximize the use of observable inputs and minimize the use of unobservable inputs.

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

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition (Continued)

The Plan's investments are stated 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. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end (Level 1). The investments in the common/collective trusts are valued at net asset value based on the market value of underlying assets on the last business day of the year (Level 2). Issuances and redemptions of participant units are processed each business day. As of December 31, 2011, there were no redemption restrictions.

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 assumption to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date.

Changes in the market value of investments held at year end and realized gains and losses on investment transactions during the year are reflected in the statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method of accounting except for payment of benefits, which are recorded when paid.

As described in the Accounting Standards Codification, 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. As required by the Accounting Standards Codification, the statements of net assets available for benefits present the fair value of the investment contracts. An adjustment was made for the fully benefit-responsive investment contract stable value trust from fair value to contract value that was held at December 31, 2011 and 2010. The statements of changes in net assets available for benefits are prepared on a contract value basis.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Risks and Uncertainties

The Plan may invest in various types of investment securities, which 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 change could materially affect the amount reported in the statements of net assets available for benefits.

Estimates

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

Date of Management's Review

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through October 3, 2012, the date the financial statements were available to be issued.

NOTE 2 TAX STATUS

On March 31, 2008, the Internal Revenue Service ("IRS") stated that the prototype adopted by the Plan, as then designed, qualifies under section 401(a) of IRC. The Plan has not received a determination letter specific to the Plan itself and the prototype has been amended since the opinion letter was received; however, the plan administrator and the Plan's trustee believe that the Plan was designed and was being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (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 administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011 and 2010, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2011, are as follows:

Common collective trusts:	
Invesco Stable Value Trust	\$ 5,313,787
Mutual funds:	
Vanguard 500 Index Signal Fund	2,191,147
Dodge & Cox Common Stock Fund	2,550,286
American Funds Growth Fund R4	2,909,647
PIMCO Total Return Fund	1,523,025

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2010, are as follows:

Common collective trusts:	
Invesco Stable Value Trust	\$ 4,905,612
Invesco International Equity Trust	942,693
Mutual funds:	
Vanguard 500 Index Signal Fund	2,093,203
Dodge & Cox Common Stock Fund	2,468,964
American Funds Growth Fund R4	2,793,775
PIMCO Total Return Fund	1,208,612

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 415,402	\$ -	\$ -	\$ 415,402
Conservative allocation	311,886	-	-	311,886
Immediate-term bond	1,523,025	-	-	1,523,025
Large blend	2,191,147	-	-	2,191,147
Large growth	2,906,647	-	-	2,906,647
Large value	2,550,286	-	-	2,550,286
Mid-cap blend	562,890	-	-	562,890
Moderate allocation	288,423	-	-	288,423
Small blend	794,610	-	-	794,610
Small growth	468,472	-	-	468,472
	12,012,788	-	-	12,012,788
Common collective trust				
Stable value trust (a)	-	5,313,787	-	5,313,787
International equity trust (b)	-	765,634	-	765,634
Total investments at fair value	<u>\$12,012,788</u>	<u>\$ 6,079,421</u>	<u>\$ -</u>	<u>\$18,092,209</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 345,805	\$ -	\$ -	\$ 345,805
Conservative allocation	242,433	-	-	242,433
Immediate-term bond	1,208,612	-	-	1,208,612
Large blend	2,093,203	-	-	2,093,203
Large growth	2,793,775	-	-	2,793,775
Large value	2,468,964	-	-	2,468,964
Mid-cap blend	682,894	-	-	682,894
Moderate allocation	307,734	-	-	307,734
Small blend	804,163	-	-	804,163
Small growth	376,406	-	-	376,406
	11,323,989	-	-	11,323,989
Common collective trust				
Stable value trust (a)	-	4,905,612	-	4,905,612
International equity trust (b)	-	942,693	-	942,693
Total investments at fair value	<u>\$11,323,989</u>	<u>\$ 5,848,305</u>	<u>\$ -</u>	<u>\$17,172,294</u>

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the period) appreciated (depreciated) in value as follows:

	2011	2010
Mutual funds	\$ (417,613)	\$ 1,279,706
Common collective trusts	(107,473)	66,518
	<u>\$ (525,086)</u>	<u>\$ 1,346,224</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 4 INFORMATION CERTIFIED BY THE TRUSTEE

A summary of the unaudited information regarding the Plan, included in the Plan's financial statement that was prepared by the trustee and furnished to the plan administrator, is as follows:

- Statement of Net Assets Available for Benefits – investments and notes receivable from participants.
- Statement of Changes in Net Assets Available for Benefits – all investment related transactions and interest income from notes receivable from participants.
- Information regarding investments contained in Note 3.
- All investment information contained in the supplemental Schedule H, Line 4i – Schedule of Assets (Held at Year End).

The plan administrator has obtained certification from the trustee that such information is complete and accurate.

NOTE 5 PLAN TERMINATION

The Company intends to continue the Plan indefinitely for the benefit of its participants; however, it reserves the right to terminate or modify the Plan at any time by resolution of its Board of Directors and is subject to the provisions of ERISA. In the event the Plan is terminated in the future, participants would become fully vested in their accounts.

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Net assets available for benefits, per the financial statements	\$ 19,387,635	\$ 18,313,829
Participant contributions receivable	(30,829)	(28,690)
Employer contributions receivable	<u>(973,318)</u>	<u>(843,181)</u>
Net assets available for benefits, per the Form 5500	<u>\$ 18,383,488</u>	<u>\$ 17,441,958</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (Continued)

The following is a reconciliation of contributions per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Total contributions, per the financial statements	\$ 2,662,303	\$ 2,518,327
Prior year contributions receivable	871,872	431,613
Current year contributions receivable	<u>(1,004,147)</u>	<u>(871,871)</u>
Total contributions, per Form 5500	<u>\$ 2,530,028</u>	<u>\$ 2,078,069</u>

NOTE 7 PRIOR PERIOD ADJUSTMENTS

The 2010 financial statements have been restated for the 2010 profit sharing contribution that was approved subsequent to 2010. As such, employer contributions receivable, employer contributions, increase in net assets available for benefits, and net assets available for benefits as of and for 2010, have been increased by \$832,462.

NOTE 8 SUBSEQUENT EVENTS

The Company was acquired by Transdigm Group, Inc. in February 2012. As of the date of this report, the Company is planning on transferring all assets to the Transdigm Group, Inc. retirement plan effective January 1, 2013.

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THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

SUPPLEMENTAL SCHEDULE

December 31, 2011

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THE AMSAFE RETIREMENT PLAN

EIN 36-3363619 PLAN 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2011

(a)	(b) Identity of Issue	(c) Description of Investment	(d) Cost	(e) Current Value
	<u>Mutual Funds</u>			
	Dodge & Cox	Common Stock Fund	N/A	\$ 2,550,286
	American Funds	Growth Fund R4	N/A	2,906,647
	PIMCO	Total Return Fund	N/A	1,523,025
	Royce	Total Return Inv Fund	N/A	794,610
	Vanguard	Life Strategy Income Fund	N/A	311,886
	Vanguard	Life Strategy Mod Grth Fund	N/A	288,423
	Vanguard	Life Strategy Grth Fund	N/A	415,402
	Vanguard	Extended Market Index Fund	N/A	562,890
	Vanguard	500 Index Signal Fund	N/A	2,191,147
	Invesco	Small Cap Growth Fund - A	N/A	468,472
	<u>Common Collective Trusts</u>			
	Invesco	International Equity Trust	N/A	765,634
	Invesco	Stable Value Trust	N/A	5,313,787
				<u>\$ 18,092,209</u>
*	Participant loans	5.25% - 10.25%	-0-	<u>\$ 451,497</u>

* Party-in-interest

THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

FINANCIAL STATEMENTS

As of December 31, 2011 and 2010 and
for the Year Ended December 31, 2011





HENRY & HORNE, LLP
Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Plan Sponsor and Plan Administrator
The AmSafe Retirement Plan
Phoenix, Arizona

We were engaged to audit the accompanying statements of net assets available for benefits of The AmSafe Retirement Plan (the "Plan") as of December 31, 2011 and 2010, the related statements of changes in net assets available for benefits for the years ended December 31, 2011 and 2010, 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 4, which was certified by Reliance Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and the supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2011 and 2010, 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 taken 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 of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Henry & Horne, LLP

Tempe, Arizona
October 3, 2012

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Casa Grande, AZ 85122-2950
(520) 836-8201
Fax (520) 426-9432

THE AMSAFE RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010

	<u>2011</u>	<u>Restated 2010</u>
ASSETS		
Investments, at fair value	<u>\$ 18,092,209</u>	<u>\$ 17,172,294</u>
Receivables:		
Participant contributions	30,829	28,690
Employer contributions	973,318	843,181
Notes receivable from participants	<u>451,497</u>	<u>406,139</u>
TOTAL RECEIVABLES	<u>1,455,644</u>	<u>1,278,010</u>
TOTAL ASSETS	<u>19,547,853</u>	<u>18,450,304</u>
LIABILITIES	<u>-</u>	<u>-</u>
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	<u>19,547,853</u>	<u>18,450,304</u>
Adjustment from fair value to contract value for fully benefit-responsive contract	<u>(160,218)</u>	<u>(136,475)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 19,387,635</u></u>	<u><u>\$ 18,313,829</u></u>

THE AMSAFE RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS

Years ended December 31, 2011 and 2010

	2011	Restated 2010
ADDITIONS TO NET ASSETS AVAILABLE FOR BENEFITS		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (525,086)	\$ 1,346,224
Dividends and interest	328,306	375,070
	<u>(196,780)</u>	<u>1,721,294</u>
TOTAL INVESTMENT INCOME (LOSS)		
Interest from notes receivable from participants	23,684	31,827
Contributions:		
Participant	1,150,280	992,256
Employer	1,386,952	1,195,995
Rollovers	125,071	330,076
	<u>2,662,303</u>	<u>2,518,327</u>
TOTAL CONTRIBUTIONS		
TOTAL ADDITIONS	<u>2,489,207</u>	<u>4,271,448</u>
DEDUCTIONS FROM NET ASSETS AVAILABLE FOR BENEFITS		
Benefits paid to participants	1,340,064	2,360,971
Administrative expenses	75,337	53,082
	<u>1,415,401</u>	<u>2,414,053</u>
TOTAL DEDUCTIONS		
NET INCREASE	1,073,806	1,857,395
NET ASSETS AVAILABLE FOR BENEFITS BEGINNING OF YEAR	<u>18,313,829</u>	<u>16,456,434</u>
END OF YEAR	<u>\$ 19,387,635</u>	<u>\$ 18,313,829</u>

See accompanying notes.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES

Effective as of September 1, 2004, AmSafe Inc. (the "Company" or "Employer") adopted The AmSafe Retirement Plan (the "Plan").

The following description of the Plan provides only general information. More complete information and a description of the Plan may be found in the plan agreement covering the provisions of participation, contribution, vesting and benefit payments.

General

The Plan is a defined contribution plan that provides benefits to eligible employees of the Company and certain affiliates and subsidiaries. The Plan was restated effective January 1, 2010. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Administration

The Employer has appointed a 401(k) Investment Committee ("Committee") to manage the operation and administration of the Plan. The Employer has contracted with Reliance Trust Company, to act as the trustee of the Plan. The Employer has contracted with The Hartford to act as the third-party administrator who processes and maintains the records of participant data.

Participant Contributions

Employees who have completed 60 days of service are eligible to contribute a portion of pretax annual compensation, as defined in the Plan and subject to Internal Revenue Code ("IRC") limits. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions, subject to IRC limits. Participants may direct both their contribution and the Company contribution, if any, in selected investment funds.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Employer Contributions

The Company may make discretionary matching contributions as defined in the plan document. In 2011 and 2010, the Company matched 50% of each eligible participant's contribution up to a maximum of 6% of the participant's compensation. The Plan also allows for a discretionary profit sharing contribution, which is allocated to participants based on a percentage of eligible compensation. Participants become eligible to receive matching contributions and profit sharing contributions once they complete 60 days of service and six months of service, respectively. Participants must also complete at least 500 hours of service during the Plan year and be employed on the last day of the Plan year in order to receive profit sharing contributions. The Company made profit sharing contributions of \$961,168 and \$832,462 for years ending December 31, 2011 and 2010, respectively, and were allocated at 4% of eligible compensation.

Participant Accounts

Each participant's account is credited with the participant's contribution, Plan earnings or losses, an allocation of the Company's contribution and an allocation of administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their voluntary contributions. Vesting in the Company's discretionary matching and profit sharing contribution portions of their accounts, plus actual earnings thereon, is based on years of credited service. A participant is 20% vested in the Company's contributions after one year of service, vesting an additional 20% per year until the participant is 100% vested after five years of service. A year of service for vesting purposes consists of 500 hours of service.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Payment of Benefits

On termination of service due to death, disability or retirement, or upon reaching age 59 $\frac{1}{2}$, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest in his or her account. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution or rollover into another qualified plan or account. Participants with vested balances exceeding \$1,000 must consent prior to the funds being distributed. Participants with vested balances that do not exceed \$1,000 must take a lump sum distribution as soon as practicable following termination. Participants may also request hardship distributions under certain circumstances. Hardship withdrawals may not exceed the amount of the employee's cumulative deferral and the participant may not make additional deferrals for a period of six months after the date of the withdrawal.

Forfeited Accounts

Any accumulated benefits forfeited during a plan year due to participant withdrawal prior to full vesting may be applied to reduce administrative expenses and future Employer contributions. Forfeited accounts used to pay administrative expenses during 2011 and 2010 totaled \$19,727 and \$5,635, respectively. At December 31, 2011 and 2010, unallocated forfeitures were \$87,214 and \$85,409, respectively.

Operating Expenses

Certain expenses of maintaining the Plan are paid for by the Employer.

Notes Receivable from Participants

The Plan allows participants to borrow a minimum of \$500 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The notes receivable are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined by the plan administrator. Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are reclassified as distributions based upon the terms of the plan document.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition

The Accounting Standards Codification establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are 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: <ul style="list-style-type: none">• 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. |
| Level 3 | Inputs to the valuation methodology are unobservable and significant to the fair value measurement, and usually reflect the plan's own assumptions about the assumptions that market participants would use in pricing the assets (i.e. real estate valuations, broker quotes). |

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 maximize the use of observable inputs and minimize the use of unobservable inputs.

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

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition (Continued)

The Plan's investments are stated 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. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end (Level 1). The investments in the common/collective trusts are valued at net asset value based on the market value of underlying assets on the last business day of the year (Level 2). Issuances and redemptions of participant units are processed each business day. As of December 31, 2011, there were no redemption restrictions.

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 assumption to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date.

Changes in the market value of investments held at year end and realized gains and losses on investment transactions during the year are reflected in the statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method of accounting except for payment of benefits, which are recorded when paid.

As described in the Accounting Standards Codification, 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. As required by the Accounting Standards Codification, the statements of net assets available for benefits present the fair value of the investment contracts. An adjustment was made for the fully benefit-responsive investment contract stable value trust from fair value to contract value that was held at December 31, 2011 and 2010. The statements of changes in net assets available for benefits are prepared on a contract value basis.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Risks and Uncertainties

The Plan may invest in various types of investment securities, which 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 change could materially affect the amount reported in the statements of net assets available for benefits.

Estimates

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

Date of Management's Review

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through October 3, 2012, the date the financial statements were available to be issued.

NOTE 2 TAX STATUS

On March 31, 2008, the Internal Revenue Service ("IRS") stated that the prototype adopted by the Plan, as then designed, qualifies under section 401(a) of IRC. The Plan has not received a determination letter specific to the Plan itself and the prototype has been amended since the opinion letter was received; however, the plan administrator and the Plan's trustee believe that the Plan was designed and was being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (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 administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011 and 2010, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2011, are as follows:

Common collective trusts:	
Invesco Stable Value Trust	\$ 5,313,787
Mutual funds:	
Vanguard 500 Index Signal Fund	2,191,147
Dodge & Cox Common Stock Fund	2,550,286
American Funds Growth Fund R4	2,909,647
PIMCO Total Return Fund	1,523,025

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2010, are as follows:

Common collective trusts:	
Invesco Stable Value Trust	\$ 4,905,612
Invesco International Equity Trust	942,693
Mutual funds:	
Vanguard 500 Index Signal Fund	2,093,203
Dodge & Cox Common Stock Fund	2,468,964
American Funds Growth Fund R4	2,793,775
PIMCO Total Return Fund	1,208,612

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 415,402	\$ -	\$ -	\$ 415,402
Conservative allocation	311,886	-	-	311,886
Immediate-term bond	1,523,025	-	-	1,523,025
Large blend	2,191,147	-	-	2,191,147
Large growth	2,906,647	-	-	2,906,647
Large value	2,550,286	-	-	2,550,286
Mid-cap blend	562,890	-	-	562,890
Moderate allocation	288,423	-	-	288,423
Small blend	794,610	-	-	794,610
Small growth	468,472	-	-	468,472
	12,012,788	-	-	12,012,788
Common collective trust				
Stable value trust (a)	-	5,313,787	-	5,313,787
International equity trust (b)	-	765,634	-	765,634
Total investments at fair value	<u>\$12,012,788</u>	<u>\$ 6,079,421</u>	<u>\$ -</u>	<u>\$18,092,209</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 345,805	\$ -	\$ -	\$ 345,805
Conservative allocation	242,433	-	-	242,433
Immediate-term bond	1,208,612	-	-	1,208,612
Large blend	2,093,203	-	-	2,093,203
Large growth	2,793,775	-	-	2,793,775
Large value	2,468,964	-	-	2,468,964
Mid-cap blend	682,894	-	-	682,894
Moderate allocation	307,734	-	-	307,734
Small blend	804,163	-	-	804,163
Small growth	376,406	-	-	376,406
	11,323,989	-	-	11,323,989
Common collective trust				
Stable value trust (a)	-	4,905,612	-	4,905,612
International equity trust (b)	-	942,693	-	942,693
Total investments at fair value	<u>\$11,323,989</u>	<u>\$ 5,848,305</u>	<u>\$ -</u>	<u>\$17,172,294</u>

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the period) appreciated (depreciated) in value as follows:

	2011	2010
Mutual funds	\$ (417,613)	\$ 1,279,706
Common collective trusts	(107,473)	66,518
	<u>\$ (525,086)</u>	<u>\$ 1,346,224</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 4 INFORMATION CERTIFIED BY THE TRUSTEE

A summary of the unaudited information regarding the Plan, included in the Plan's financial statement that was prepared by the trustee and furnished to the plan administrator, is as follows:

- Statement of Net Assets Available for Benefits – investments and notes receivable from participants.
- Statement of Changes in Net Assets Available for Benefits – all investment related transactions and interest income from notes receivable from participants.
- Information regarding investments contained in Note 3.
- All investment information contained in the supplemental Schedule H, Line 4i – Schedule of Assets (Held at Year End).

The plan administrator has obtained certification from the trustee that such information is complete and accurate.

NOTE 5 PLAN TERMINATION

The Company intends to continue the Plan indefinitely for the benefit of its participants; however, it reserves the right to terminate or modify the Plan at any time by resolution of its Board of Directors and is subject to the provisions of ERISA. In the event the Plan is terminated in the future, participants would become fully vested in their accounts.

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Net assets available for benefits, per the financial statements	\$ 19,387,635	\$ 18,313,829
Participant contributions receivable	(30,829)	(28,690)
Employer contributions receivable	<u>(973,318)</u>	<u>(843,181)</u>
Net assets available for benefits, per the Form 5500	<u>\$ 18,383,488</u>	<u>\$ 17,441,958</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (Continued)

The following is a reconciliation of contributions per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Total contributions, per the financial statements	\$ 2,662,303	\$ 2,518,327
Prior year contributions receivable	871,872	431,613
Current year contributions receivable	<u>(1,004,147)</u>	<u>(871,871)</u>
Total contributions, per Form 5500	<u>\$ 2,530,028</u>	<u>\$ 2,078,069</u>

NOTE 7 PRIOR PERIOD ADJUSTMENTS

The 2010 financial statements have been restated for the 2010 profit sharing contribution that was approved subsequent to 2010. As such, employer contributions receivable, employer contributions, increase in net assets available for benefits, and net assets available for benefits as of and for 2010, have been increased by \$832,462.

NOTE 8 SUBSEQUENT EVENTS

The Company was acquired by Transdigm Group, Inc. in February 2012. As of the date of this report, the Company is planning on transferring all assets to the Transdigm Group, Inc. retirement plan effective January 1, 2013.

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THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

SUPPLEMENTAL SCHEDULE

December 31, 2011

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THE AMSAFE RETIREMENT PLAN

EIN 36-3363619 PLAN 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2011

(a)	(b) Identity of Issue	(c) Description of Investment	(d) Cost	(e) Current Value
	<u>Mutual Funds</u>			
	Dodge & Cox	Common Stock Fund	N/A	\$ 2,550,286
	American Funds	Growth Fund R4	N/A	2,906,647
	PIMCO	Total Return Fund	N/A	1,523,025
	Royce	Total Return Inv Fund	N/A	794,610
	Vanguard	Life Strategy Income Fund	N/A	311,886
	Vanguard	Life Strategy Mod Grth Fund	N/A	288,423
	Vanguard	Life Strategy Grth Fund	N/A	415,402
	Vanguard	Extended Market Index Fund	N/A	562,890
	Vanguard	500 Index Signal Fund	N/A	2,191,147
	Invesco	Small Cap Growth Fund - A	N/A	468,472
	<u>Common Collective Trusts</u>			
	Invesco	International Equity Trust	N/A	765,634
	Invesco	Stable Value Trust	N/A	5,313,787
				<u>\$ 18,092,209</u>
*	Participant loans	5.25% - 10.25%	-0-	<u>\$ 451,497</u>

* Party-in-interest

THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

FINANCIAL STATEMENTS

As of December 31, 2011 and 2010 and
for the Year Ended December 31, 2011





HENRY & HORNE, LLP
Certified Public Accountants

INDEPENDENT AUDITORS' REPORT

To the Plan Sponsor and Plan Administrator
The AmSafe Retirement Plan
Phoenix, Arizona

We were engaged to audit the accompanying statements of net assets available for benefits of The AmSafe Retirement Plan (the "Plan") as of December 31, 2011 and 2010, the related statements of changes in net assets available for benefits for the years ended December 31, 2011 and 2010, 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 4, which was certified by Reliance Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and the supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2011 and 2010, 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 taken 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 of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Henry & Horne, LLP

Tempe, Arizona
October 3, 2012

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7098 E. Cochise Road
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Fax (480) 483-7126

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Casa Grande, AZ 85122-2950
(520) 836-8201
Fax (520) 426-9432

THE AMSAFE RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2011 and 2010

	<u>2011</u>	<u>Restated 2010</u>
ASSETS		
Investments, at fair value	<u>\$ 18,092,209</u>	<u>\$ 17,172,294</u>
Receivables:		
Participant contributions	30,829	28,690
Employer contributions	973,318	843,181
Notes receivable from participants	<u>451,497</u>	<u>406,139</u>
TOTAL RECEIVABLES	<u>1,455,644</u>	<u>1,278,010</u>
TOTAL ASSETS	<u>19,547,853</u>	<u>18,450,304</u>
LIABILITIES	<u>-</u>	<u>-</u>
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	<u>19,547,853</u>	<u>18,450,304</u>
Adjustment from fair value to contract value for fully benefit-responsive contract	<u>(160,218)</u>	<u>(136,475)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 19,387,635</u></u>	<u><u>\$ 18,313,829</u></u>

THE AMSAFE RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS

Years ended December 31, 2011 and 2010

	2011	Restated 2010
ADDITIONS TO NET ASSETS AVAILABLE FOR BENEFITS		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (525,086)	\$ 1,346,224
Dividends and interest	328,306	375,070
	<u>(196,780)</u>	<u>1,721,294</u>
TOTAL INVESTMENT INCOME (LOSS)		
Interest from notes receivable from participants	<u>23,684</u>	<u>31,827</u>
Contributions:		
Participant	1,150,280	992,256
Employer	1,386,952	1,195,995
Rollovers	<u>125,071</u>	<u>330,076</u>
TOTAL CONTRIBUTIONS	<u>2,662,303</u>	<u>2,518,327</u>
TOTAL ADDITIONS	<u>2,489,207</u>	<u>4,271,448</u>
DEDUCTIONS FROM NET ASSETS AVAILABLE FOR BENEFITS		
Benefits paid to participants	1,340,064	2,360,971
Administrative expenses	<u>75,337</u>	<u>53,082</u>
TOTAL DEDUCTIONS	<u>1,415,401</u>	<u>2,414,053</u>
NET INCREASE	1,073,806	1,857,395
NET ASSETS AVAILABLE FOR BENEFITS BEGINNING OF YEAR	<u>18,313,829</u>	<u>16,456,434</u>
END OF YEAR	<u>\$ 19,387,635</u>	<u>\$ 18,313,829</u>

See accompanying notes.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES

Effective as of September 1, 2004, AmSafe Inc. (the "Company" or "Employer") adopted The AmSafe Retirement Plan (the "Plan").

The following description of the Plan provides only general information. More complete information and a description of the Plan may be found in the plan agreement covering the provisions of participation, contribution, vesting and benefit payments.

General

The Plan is a defined contribution plan that provides benefits to eligible employees of the Company and certain affiliates and subsidiaries. The Plan was restated effective January 1, 2010. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Administration

The Employer has appointed a 401(k) Investment Committee ("Committee") to manage the operation and administration of the Plan. The Employer has contracted with Reliance Trust Company, to act as the trustee of the Plan. The Employer has contracted with The Hartford to act as the third-party administrator who processes and maintains the records of participant data.

Participant Contributions

Employees who have completed 60 days of service are eligible to contribute a portion of pretax annual compensation, as defined in the Plan and subject to Internal Revenue Code ("IRC") limits. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions, subject to IRC limits. Participants may direct both their contribution and the Company contribution, if any, in selected investment funds.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Employer Contributions

The Company may make discretionary matching contributions as defined in the plan document. In 2011 and 2010, the Company matched 50% of each eligible participant's contribution up to a maximum of 6% of the participant's compensation. The Plan also allows for a discretionary profit sharing contribution, which is allocated to participants based on a percentage of eligible compensation. Participants become eligible to receive matching contributions and profit sharing contributions once they complete 60 days of service and six months of service, respectively. Participants must also complete at least 500 hours of service during the Plan year and be employed on the last day of the Plan year in order to receive profit sharing contributions. The Company made profit sharing contributions of \$961,168 and \$832,462 for years ending December 31, 2011 and 2010, respectively, and were allocated at 4% of eligible compensation.

Participant Accounts

Each participant's account is credited with the participant's contribution, Plan earnings or losses, an allocation of the Company's contribution and an allocation of administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their voluntary contributions. Vesting in the Company's discretionary matching and profit sharing contribution portions of their accounts, plus actual earnings thereon, is based on years of credited service. A participant is 20% vested in the Company's contributions after one year of service, vesting an additional 20% per year until the participant is 100% vested after five years of service. A year of service for vesting purposes consists of 500 hours of service.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Payment of Benefits

On termination of service due to death, disability or retirement, or upon reaching age 59 ½, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest in his or her account. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution or rollover into another qualified plan or account. Participants with vested balances exceeding \$1,000 must consent prior to the funds being distributed. Participants with vested balances that do not exceed \$1,000 must take a lump sum distribution as soon as practicable following termination. Participants may also request hardship distributions under certain circumstances. Hardship withdrawals may not exceed the amount of the employee's cumulative deferral and the participant may not make additional deferrals for a period of six months after the date of the withdrawal.

Forfeited Accounts

Any accumulated benefits forfeited during a plan year due to participant withdrawal prior to full vesting may be applied to reduce administrative expenses and future Employer contributions. Forfeited accounts used to pay administrative expenses during 2011 and 2010 totaled \$19,727 and \$5,635, respectively. At December 31, 2011 and 2010, unallocated forfeitures were \$87,214 and \$85,409, respectively.

Operating Expenses

Certain expenses of maintaining the Plan are paid for by the Employer.

Notes Receivable from Participants

The Plan allows participants to borrow a minimum of \$500 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The notes receivable are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined by the plan administrator. Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are reclassified as distributions based upon the terms of the plan document.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition

The Accounting Standards Codification establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are 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: <ul style="list-style-type: none">• 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. |
| Level 3 | Inputs to the valuation methodology are unobservable and significant to the fair value measurement, and usually reflect the plan's own assumptions about the assumptions that market participants would use in pricing the assets (i.e. real estate valuations, broker quotes). |

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 maximize the use of observable inputs and minimize the use of unobservable inputs.

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

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Fair Value Measurements and Income Recognition (Continued)

The Plan's investments are stated 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. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end (Level 1). The investments in the common/collective trusts are valued at net asset value based on the market value of underlying assets on the last business day of the year (Level 2). Issuances and redemptions of participant units are processed each business day. As of December 31, 2011, there were no redemption restrictions.

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 assumption to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date.

Changes in the market value of investments held at year end and realized gains and losses on investment transactions during the year are reflected in the statements of changes in net assets available for benefits as net appreciation (depreciation) in fair value of investments.

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method of accounting except for payment of benefits, which are recorded when paid.

As described in the Accounting Standards Codification, 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. As required by the Accounting Standards Codification, the statements of net assets available for benefits present the fair value of the investment contracts. An adjustment was made for the fully benefit-responsive investment contract stable value trust from fair value to contract value that was held at December 31, 2011 and 2010. The statements of changes in net assets available for benefits are prepared on a contract value basis.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 DESCRIPTION OF THE PLAN AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)

Risks and Uncertainties

The Plan may invest in various types of investment securities, which 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 change could materially affect the amount reported in the statements of net assets available for benefits.

Estimates

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

Date of Management's Review

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through October 3, 2012, the date the financial statements were available to be issued.

NOTE 2 TAX STATUS

On March 31, 2008, the Internal Revenue Service ("IRS") stated that the prototype adopted by the Plan, as then designed, qualifies under section 401(a) of IRC. The Plan has not received a determination letter specific to the Plan itself and the prototype has been amended since the opinion letter was received; however, the plan administrator and the Plan's trustee believe that the Plan was designed and was being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (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 administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011 and 2010, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2011, are as follows:

Common collective trusts:	
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Mutual funds:	
Vanguard 500 Index Signal Fund	2,191,147
Dodge & Cox Common Stock Fund	2,550,286
American Funds Growth Fund R4	2,909,647
PIMCO Total Return Fund	1,523,025

The fair value of participant directed investments that represent 5% or more of the Plan's net assets at December 31, 2010, are as follows:

Common collective trusts:	
Invesco Stable Value Trust	\$ 4,905,612
Invesco International Equity Trust	942,693
Mutual funds:	
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THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 415,402	\$ -	\$ -	\$ 415,402
Conservative allocation	311,886	-	-	311,886
Immediate-term bond	1,523,025	-	-	1,523,025
Large blend	2,191,147	-	-	2,191,147
Large growth	2,906,647	-	-	2,906,647
Large value	2,550,286	-	-	2,550,286
Mid-cap blend	562,890	-	-	562,890
Moderate allocation	288,423	-	-	288,423
Small blend	794,610	-	-	794,610
Small growth	468,472	-	-	468,472
	12,012,788	-	-	12,012,788
Common collective trust				
Stable value trust (a)	-	5,313,787	-	5,313,787
International equity trust (b)	-	765,634	-	765,634
Total investments at fair value	<u>\$12,012,788</u>	<u>\$ 6,079,421</u>	<u>\$ -</u>	<u>\$18,092,209</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 3 INVESTMENTS AND FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2010:

Description	Level 1	Level 2	Level 3	Total
Mutual funds				
Aggressive allocation	\$ 345,805	\$ -	\$ -	\$ 345,805
Conservative allocation	242,433	-	-	242,433
Immediate-term bond	1,208,612	-	-	1,208,612
Large blend	2,093,203	-	-	2,093,203
Large growth	2,793,775	-	-	2,793,775
Large value	2,468,964	-	-	2,468,964
Mid-cap blend	682,894	-	-	682,894
Moderate allocation	307,734	-	-	307,734
Small blend	804,163	-	-	804,163
Small growth	376,406	-	-	376,406
	11,323,989	-	-	11,323,989
Common collective trust				
Stable value trust (a)	-	4,905,612	-	4,905,612
International equity trust (b)	-	942,693	-	942,693
Total investments at fair value	<u>\$11,323,989</u>	<u>\$ 5,848,305</u>	<u>\$ -</u>	<u>\$17,172,294</u>

The Plan's investments (including gains and losses on investments bought and sold, as well as held during the period) appreciated (depreciated) in value as follows:

	2011	2010
Mutual funds	\$ (417,613)	\$ 1,279,706
Common collective trusts	(107,473)	66,518
	<u>\$ (525,086)</u>	<u>\$ 1,346,224</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 4 INFORMATION CERTIFIED BY THE TRUSTEE

A summary of the unaudited information regarding the Plan, included in the Plan's financial statement that was prepared by the trustee and furnished to the plan administrator, is as follows:

- Statement of Net Assets Available for Benefits – investments and notes receivable from participants.
- Statement of Changes in Net Assets Available for Benefits – all investment related transactions and interest income from notes receivable from participants.
- Information regarding investments contained in Note 3.
- All investment information contained in the supplemental Schedule H, Line 4i – Schedule of Assets (Held at Year End).

The plan administrator has obtained certification from the trustee that such information is complete and accurate.

NOTE 5 PLAN TERMINATION

The Company intends to continue the Plan indefinitely for the benefit of its participants; however, it reserves the right to terminate or modify the Plan at any time by resolution of its Board of Directors and is subject to the provisions of ERISA. In the event the Plan is terminated in the future, participants would become fully vested in their accounts.

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Net assets available for benefits, per the financial statements	\$ 19,387,635	\$ 18,313,829
Participant contributions receivable	(30,829)	(28,690)
Employer contributions receivable	<u>(973,318)</u>	<u>(843,181)</u>
Net assets available for benefits, per the Form 5500	<u>\$ 18,383,488</u>	<u>\$ 17,441,958</u>

THE AMSAFE RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 6 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (Continued)

The following is a reconciliation of contributions per the financial statements to the Form 5500:

	<u>2011</u>	<u>Restated 2010</u>
Total contributions, per the financial statements	\$ 2,662,303	\$ 2,518,327
Prior year contributions receivable	871,872	431,613
Current year contributions receivable	<u>(1,004,147)</u>	<u>(871,871)</u>
Total contributions, per Form 5500	<u>\$ 2,530,028</u>	<u>\$ 2,078,069</u>

NOTE 7 PRIOR PERIOD ADJUSTMENTS

The 2010 financial statements have been restated for the 2010 profit sharing contribution that was approved subsequent to 2010. As such, employer contributions receivable, employer contributions, increase in net assets available for benefits, and net assets available for benefits as of and for 2010, have been increased by \$832,462.

NOTE 8 SUBSEQUENT EVENTS

The Company was acquired by Transdigm Group, Inc. in February 2012. As of the date of this report, the Company is planning on transferring all assets to the Transdigm Group, Inc. retirement plan effective January 1, 2013.

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THE AMSAFE RETIREMENT PLAN

Phoenix, Arizona

SUPPLEMENTAL SCHEDULE

December 31, 2011

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THE AMSAFE RETIREMENT PLAN

EIN 36-3363619 PLAN 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2011

(a)	(b) Identity of Issue	(c) Description of Investment	(d) Cost	(e) Current Value
	<u>Mutual Funds</u>			
	Dodge & Cox	Common Stock Fund	N/A	\$ 2,550,286
	American Funds	Growth Fund R4	N/A	2,906,647
	PIMCO	Total Return Fund	N/A	1,523,025
	Royce	Total Return Inv Fund	N/A	794,610
	Vanguard	Life Strategy Income Fund	N/A	311,886
	Vanguard	Life Strategy Mod Grth Fund	N/A	288,423
	Vanguard	Life Strategy Grth Fund	N/A	415,402
	Vanguard	Extended Market Index Fund	N/A	562,890
	Vanguard	500 Index Signal Fund	N/A	2,191,147
	Invesco	Small Cap Growth Fund - A	N/A	468,472
	<u>Common Collective Trusts</u>			
	Invesco	International Equity Trust	N/A	765,634
	Invesco	Stable Value Trust	N/A	5,313,787
				<u>\$ 18,092,209</u>
*	Participant loans	5.25% - 10.25%	-0-	<u>\$ 451,497</u>

* Party-in-interest

Fee and Compensation Disclosure Report

This document is intended to assist a plan administrator (“you”) in completing the Form 5500 Schedule C¹ by identifying different types of compensation paid with respect to the Hartford product utilized by your plan.

As permitted under the Schedule C rules, compensation is disclosed in the attached report as an actual dollar amount, an estimate or a formula or rate.

- Where an actual dollar amount of compensation is disclosed, no further notation regarding compensation calculations is generally provided.
- Where an estimate of the compensation amount is disclosed, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount.
- Where a formula or rate is provided to report compensation, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount. This formula or rate may be disclosed to describe the compensation to which it applies under the Schedule C rules. Alternatively, for purposes of Schedule C disclosure or in connection with your fiduciary review of the compensation paid with respect to the services, products and investment options utilized by the plan, you may calculate and disclose an actual or estimated dollar amount by multiplying the rate by the total assets to which it applies.

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2011 - 12/31/2011 and indirect compensation is presented on a calendar year basis ending 12/31/2011.

This report includes compensation actually paid to or by the Hartford within the indicated plan year as part of your Hartford product. *(Note: If the plan year period or plan year end indicated in this Schedule C reporting package is incorrect, please notify your Hartford customer service representative immediately).* This report does not include amounts deducted from plan assets and paid to third parties (other than Hartford). In addition, the report does not include compensation related to investments held by the plan that are not serviced on our recordkeeping system. You should contact your other service providers for reportable compensation information. You may also receive information on the compensation reported here from other service providers as is described below.

Please note that we have provided suggested service codes with respect to services provided through our Hartford product. Please review all Schedule C and other Form 5500 materials with your experienced benefits counsel and other professionals to determine the most appropriate codes for your plan. In addition, please note that because plans with fewer than 100 participants (as of the beginning of the plan year) are generally not required to file Schedule C, you should refer to the instructions provided by the IRS for Schedule C and/or review the applicability of Schedule C to your plan with your experienced tax/benefits counsel, to determine whether it is necessary for the plan to report the information contemplated by this report.

Please contact your Hartford Service Team should you require additional information regarding the compensation paid to or by Hartford with respect to your plan.

Information provided in this document and related materials we provide are not intended to be and shall not be deemed tax advice, tax form preparation services, legal advice, advice to plans regarding compliance with ERISA reporting compliance, or accounting or other professional services. As described above, the information contained in this report may not cover all of the compensation received by the plan’s service providers. We strongly encourage you to review all Schedule C and other Form 5500 materials with experienced benefits counsel and other professionals.

¹ Please refer to the Schedule C of the Form 5500 and its instructions (available at: <http://www.dol.gov/ebsa/5500main.html>), and please confer with experienced benefits counsel and other professionals, to determine the applicability of Schedule C to your plan.

FORM 5500 SCHEDULE C REPORT
SCHEDULE C, LINE 2(h) AND LINE 3(e) FORMULA DESCRIPTION

AMSAFE RETIREMENT PLAN (001513)

EIN #: 36-3363619

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2011 - 12/31/2011 and indirect compensation is presented on a calendar year basis ending 12/31/2011.

For use with lines 2(h), 3(c), 3(d), 3(e)

Total Direct Compensation Paid

\$75,337.99

The total amount identified above reflects all fees deducted from plan assets at the plan administrator's direction for the plan year. Service providers which have received portions of these direct fees are listed below, along with the amount of fees they received. Please note that if there is a discrepancy between the total direct fees reported above and the sum of the direct fees reported below, you should contact your other service providers or your plan records to identify the recipient(s) of the fees and any other information relevant to your Schedule C filing.

Recipient: Hartford Retirement Services, LLC EIN: 26-1589907

Service Codes: 15, 37, 38, 49, 59, 60, 62, 63, 64, 65, 72, 99, 50 (if direct compensation amount reflected below)

Direct Compensation

\$58,567.80

The total amount identified above reflects fees deducted from plan assets at the plan administrator's direction for the 2011 plan year for the above named recipient. Please review other service providers, below, to determine whether direct fees were also paid to them. Also, please review your records to determine whether other service providers may have received any compensation not reported below (e.g., a reimbursement paid to any plan fiduciary, your employee benefits counsel, or a plan auditor).

Note: Due to system accounting protocols (including 'cash basis' accounting), amounts reported as Direct Compensation and amounts reported as paid to Hartford Retirement Services, LLC are the net result of aggregating direct compensation after the effects of adjustments processed in 2011, some of which may have pertained to prior years.

Please review the detailed breakdown at the end of the report for further information.

Indirect Compensation

Non Monetary Compensation

Please note that items of nonmonetary compensation need to be reported for Schedule A or C (Form 5500) purposes if they exceed certain *de minimus* amounts. Transactions generating nonmonetary compensation may include gifts, gratuities, or certain types of in-kind benefits. Hartford's Code of Ethics and Business Conduct generally restricts Hartford employees from giving to or receiving gifts from customers and/or business partners having a value of over \$100, in any individual situation, without prior approval. However, it is possible that one or more of your service providers for the calendar year, including Hartford, engaged in transactions generating nonmonetary compensation. Information concerning reportable transactions undertaken between or among non-Hartford parties may not be available to The Hartford.

Please consult with your legal or tax advisors if you have any questions.

Compensation paid with respect to Funds

<i>Investment Option Name</i>	<i>EIN</i>	<i>Rate of Fees and Payments Received By Hartford with Respect to the Fund*</i> <i>(rates as of 12/31/2011)</i>	<i>Total Fund Annual Operating Expenses (Fund Expense Ratio) (as of 12/31/2011)</i>
AMERICAN FUNDS GROWTH FUND-R4	52-0792143	0.35% x assets	0.68%
DODGE AND COX STOCK FUND	94-6067274	0.10% x assets	0.52%

<i>Investment Option Name</i>	<i>EIN</i>	<i>Rate of Fees and Payments Received By Hartford with Respect to the Fund*</i> <i>(rates as of 12/31/2011)</i>	<i>Total Fund Annual Operating Expenses (Fund Expense Ratio) (as of 12/31/2011)</i>
INVESCO INT'L EQ TR	84-1251725		0.00%
INVESCO INTERNATIONAL EQUITY TR	84-1251725		0.00%
INVESCO SMALL CAP GROWTH FUND-A	94-2362417	0.60% x assets	1.25%
INVESCO STABLE VAL TR	84-1251725		0.00%
INVESCO STABLE VALUE TRUST	84-1251725		0.00%
PIMCO TOTAL RETURN ADMIN	33-0629048	0.25% x assets	0.71%
ROYCE TOTAL RETURN INV	13-3139046	0.10% x assets	1.14%
VANGUARD 500 INDEX SIGNAL	23-1999755		0.06%
VANGUARD EXTENDED MARKET INDEX	23-1999755		0.26%
VANGUARD LIFE STRATEGY GROWTH	23-1945930		0.00%
VANGUARD LIFE STRATEGY INCOME	23-1945930		0.00%
VANGUARD LIFE STRATEGY MOD GRTH	23-1945930		0.00%

The list includes any investment option held by the plan on at least one month end during the 2011 calendar year. To arrive at an estimate of the dollar amount that Hartford received from each fund, multiply the rate of fees received from each fund by your plan's year-end balance (or if the fund was liquidated prior to year end, the balance on the liquidation date) and, if applicable, the per participant fee by the number of participants in the fund at year end (or the liquidation date if earlier). This will be an estimate because your plan's balance and number of participants will vary over the course of the year, so the year-end balance and number of participants may be higher or lower than the daily balance. In addition, these fees are calculated on a daily basis.

* Please note that Hartford Retirement Services, LLC's affiliate, Hartford Securities Distribution Company, Inc., receives the sales compensation (12b-1 fees) portion of this amount. After compensating the plan's broker-dealer firm, if applicable, any residual amount is paid to Hartford Retirement Services, LLC.

Recipient: Other EIN: 99-9999999

Service Codes:

Please contact your Service Provider for the list of applicable services performed and Service Codes.

Direct Compensation

\$16,770.19

The total amount identified above reflects fees deducted from plan assets at the plan administrator's direction for the 2011 plan year for the above named recipient.

Note: Due to system accounting protocols (including 'cash basis' accounting), amounts reported as Direct Compensation are the net result of aggregating direct compensation after the effects of adjustments processed in 2011, some of which may have pertained to prior years.

Please review the detailed breakdown at the end of the report for further information.

Indirect Compensation

\$0.00

Our records indicate that this recipient did not receive any Indirect Compensation. Please review your records to determine whether this service provider may have received any compensation not reported.

Recipient: GPC Securities, Inc. EIN: 58-1517899

Service Codes: 15, 64, 65

Indirect Compensation

Transaction Processing Services Payor: Hartford Retirement Services, LLC EIN: 26-1589907 \$2,968.37

GPC Securities, Inc. performed recordkeeping and trading functions through August 22, 2011. These activities were transferred to Hartford Securities Distribution Company, Inc. ("HSD") on August 23, 2011. HSD is a broker-dealer registered with the Securities and Exchange Commission which executes, clears and settles the Plan's purchase, exchange and redemption of shares or units in the funds on an agency basis. It is a wholly-owned affiliate of Hartford Retirement Services, LLC. More information is available in the Fund Fee Disclosure Notice for Retirement Plan Fiduciaries which accompanies the HSD Securities Account Agreement.

This is an estimate based on multiplying actual 2011 month end assets by 0.025%/12 for months January through August and then summing the results.

Recipient: Morningstar Associates, LLC EIN: 36-4317381

Service Code: 49

Indirect Compensation

"Managed by You" services fee Payor: Hartford Life Insurance Company EIN: 06-0974148 \$43.60

This is an estimate determined by dividing a flat annual fee paid to Morningstar by the number of plans to whom this feature is made available.

Recipient: Reliance Trust Company EIN: 58-1428634

Indirect Compensation

Custodial/Trust service fee \$887.28
Service Codes: 19, 25, 99

Payors: Hartford Life Insurance Company EIN: 06-0974148
Hartford Retirement Services, LLC EIN: 26-1589907

This is an estimate based on multiplying actual 2011 month end assets by 0.005%/12 and then summing the results.

Direct Revenue Detail

Recipient: *Hartford Retirement Services, LLC*

<u>Fee Description</u>	<u>Dollar Amount</u>
Holding Account: Hartford Fee	\$20,000.00
Loan Set-up Fee	\$4,400.00
Recordkeeping Fee	\$33,507.11
One-Time Distribution Fee	\$660.00
Holding Account: Trustee Fee	\$0.69
Total Direct Revenue:	\$58,567.80

Recipient: *Other*

<u>Fee Description</u>	<u>Dollar Amount</u>
Holding Account: Collective Trust Fee	\$171.70
Collective Trust Fee	\$16,598.49
Total Direct Revenue:	\$16,770.19

Grand Total Direct Fees:

\$75,337.99