

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 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</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>FARM PROGRESS COMPANIES SAVINGS AND INVESTMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>08/21/1997</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>08/21/1997</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>08/21/1997</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>FARM PROGRESS COMPANIES</u> <u>255 38TH AVE. - SUITE P</u> <u>ST. CHARLES, IL 60174-5410</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>36-1642670</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>630-690-5600</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>511120</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>36-1642670</u>	2c Sponsor's telephone number <u>630-690-5600</u>	2d Business code (see instructions) <u>511120</u>	
2b Employer Identification Number (EIN) <u>36-1642670</u>					
2c Sponsor's telephone number <u>630-690-5600</u>					
2d Business code (see instructions) <u>511120</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>08/09/2013</u> Date	<u>SCOTT BRUMMEL</u> 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
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
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:		3c Administrator's telephone number	
a Sponsor's name		4b EIN	
5 Total number of participants at the beginning of the plan year		4c PN	
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		5 162	
a Active participants.....		6a 128	
b Retired or separated participants receiving benefits.....		6b 0	
c Other retired or separated participants entitled to future benefits.....		6c 28	
d Subtotal. Add lines 6a , 6b , and 6c		6d 156	
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....		6e 0	
f Total. Add lines 6d and 6e		6f 156	
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 147	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 2	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2R 2T 3D			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(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
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan FARM PROGRESS COMPANIES SAVINGS AND INVESTMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 FARM PROGRESS COMPANIES	D Employer Identification Number (EIN) 36-1642670

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
ALERUS FINANCIAL, N.A.

45-6062081

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
EDWARD JONES 12555 MANCHESTER ROAD
ST. LOUIS, MO 63131-3729

(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)

ALERUS FINANCIAL, N.A.

45-6062081

(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 21 25 64	NONE	1885	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

EDWARD JONES

12555 MANCHESTER ROAD
ST. LOUIS, MO 63131-3729

(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?
54 63	NONE	0	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 ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

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
(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
(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
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(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
(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 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>FARM PROGRESS COMPANIES SAVINGS AND INVESTMENT 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>FARM PROGRESS COMPANIES</u>	D Employer Identification Number (EIN) <u>36-1642670</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: WELLS FARGO STABLE RETURN FUND F

b Name of sponsor of entity listed in (a): WELLS FARGO BANK MINNESOTA N.A.

c EIN-PN <u>52-2250957-001</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>217209</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)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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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
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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

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
		2012
		This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan FARM PROGRESS COMPANIES SAVINGS AND INVESTMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 FARM PROGRESS COMPANIES	D Employer Identification Number (EIN) 36-1642670	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	22942	29649
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3842	4084
(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)	123266	135015
(9) Value of interest in common/collective trusts.....	1c(9)	131330	217209
(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)	13754144	13811241
(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	14035524	14197198

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities.....	1j	-10111	-319220
k Total liabilities (add all amounts in lines 1g through 1j)	1k	-10111	-319220

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	14045635	14516418
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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)	195964	
(B) Participants	2a(1)(B)	790484	
(C) Others (including rollovers)	2a(1)(C)	222387	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1208835
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)	5558	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		5558
(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)	402483	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		402483
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	4379173	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	4109740	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		269433
(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

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1030718
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2917027

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2444359	
(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)		2444359
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1885	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1885
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2446244

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		470783
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: **DHJ & J**

(2) EIN: **36-3029663**

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

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.).....

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.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
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)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>FARM PROGRESS COMPANIES SAVINGS AND INVESTMENT 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>FARM PROGRESS COMPANIES</u>	D Employer Identification Number (EIN) <u>36-1642670</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
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>45-6062081</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 lines 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 lines 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 lines 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 lines 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 lines 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 lines 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 line 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 lines (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 line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Financial Statements and
Independent Auditor's Report

**FARM PROGRESS COMPANIES
SAVINGS AND INVESTMENT PLAN**

December 31, 2012 and 2011

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DIGIOVINE HNILO JORDAN + JOHNSON LTD.
Certified Public Accountants/Business Consultants

INDEPENDENT AUDITOR'S REPORT

To the Benefits Advisory Committee
FARM PROGRESS COMPANIES
SAVINGS AND INVESTMENT PLAN
St. Charles, Illinois

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Farm Progress Companies Savings and Investment Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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 D, which was certified by Alerus Financial, N.A., the Custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Custodian as of December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the Plan Administrator by the Custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

SOLUTIONS FOR SUCCESS

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Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets (held at year end), which is the responsibility of Plan management, 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. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Report of Form and Content in Compliance with DOL Rules and Regulations

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 Custodian, 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.

Digiovine, Hnilo, Jordan & Johnson, Ltd.

DIGIOVINE HNILO JORDAN + JOHNSON LTD.

Certified Public Accountants

St. Charles, Illinois

August 2, 2013

Farm Progress Companies Savings and Investment Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

ASSETS

	<u>2012</u>	<u>2011</u>
Participant-directed investments, at fair value	\$ 14,013,481	\$ 13,724,738
Self-directed investments, at fair value	<u>44,617</u>	<u>183,677</u>
	14,058,098	13,908,415
Receivables:		
Due from brokers	348,869	32,523
Notes receivable from participants	135,015	123,266
Company contributions	<u>4,084</u>	<u>3,842</u>
	<u>487,968</u>	<u>159,631</u>
TOTAL ASSETS	14,546,066	14,068,046

LIABILITIES

Due to brokers	<u>29,649</u>	<u>22,412</u>
TOTAL LIABILITIES	<u>29,649</u>	<u>22,412</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 14,516,417</u></u>	<u><u>\$ 14,045,634</u></u>

See accompanying notes.

Farm Progress Companies Savings and Investment Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Contributions:	
Company	\$ 195,980
Participants	790,484
Rollovers	<u>222,387</u>
	1,208,851
Investment income:	
Participant-directed investment income:	
Net appreciation in fair value of investments	1,285,461
Interest and dividends-investments	402,483
Miscellaneous income	3,830
Self-directed investment income:	
Net appreciation in fair value of brokerage accounts	6,423
Interest and dividends-brokerage accounts	610
Interest-notes receivable from participants	<u>5,517</u>
	1,704,324
TOTAL ADDITIONS	2,913,175

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefits paid to participants	2,440,639
Administrative expenses	<u>1,753</u>
TOTAL DEDUCTIONS	<u>2,442,392</u>
NET INCREASE	470,783

NET ASSETS AVAILABLE FOR BENEFITS

Beginning of year	<u>14,045,634</u>
END OF YEAR	<u>\$ 14,516,417</u>

See accompanying notes.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE A--DESCRIPTION OF PLAN

The following brief description of the Farm Progress Companies Savings and Investment Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is sponsored by Farm Progress Companies, (the "Company") for employees that meet specific eligibility requirements. The Plan, designated as a defined contribution plan, was originally established on August 21, 1997 and subsequently restated with an effective date of January 1, 2002. The Plan provides for contributions to be made under salary deferral agreements pursuant to Section 401(k) of the Internal Revenue Code (the "Code"). Employees are eligible to participate on the first day of the month with respect to elective deferrals and after completing not less than 1,000 hours of service during their first twelve months of employment or any subsequent Plan year with respect to employer matching and non-elective contributions. The Plan is subject to the provisions of the Employee Retirement Income and Security Act of 1974 ("ERISA"). The Plan Administrator and Plan Trustees are responsible for oversight of the Plan, determine the appropriateness of investment offerings, and monitor investment performance.

Contributions

Eligible participants may elect to contribute pre-tax annual compensation and/or after-tax Roth compensation to the Plan by means of a salary deferral agreement not less than one percent nor more than the maximum percentage permitted by law of their annual compensation. Contributions are subject to limitations as provided in the Code and as described in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified plans in accordance with Plan provisions. Salary deferral contributions are funded proximate to the withholding date. Participants direct the investment of their contributions into various investment options offered by the Plan.

Effective June 1, 2009, unless eligible employees affirmatively elect otherwise, their compensation will be reduced by 3%, the "Automatic Enrollment Rate." For each payroll period in which they are an active participant, the Company will make a pre-tax deferral contribution in such amount on the participant's behalf. This amendment of the Plan is adopted to reflect certain provisions of the Pension Protection Act of 2006.

The Company contributes 50% of the first 5% of compensation that a participant contributes to the Plan, not to exceed amounts allowed by the Code. Additional profit sharing amounts, which are subject to Plan allocation provisions, may be contributed at the option of the Company's Board of Directors. Company matching and profit sharing contributions are funded proximate to the withholding date and annually after the close of the Plan year, respectively. All contributions are subject to certain limitations.

Participant Accounts

Each participant's account is credited with the participant's contribution, the Company matching contributions, and allocations of (a) the Company's discretionary contribution, if any, and (b) Plan earnings or losses, and charged with an allocation of applicable administrative expenses. Allocations are based on participant account balances or compensation, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE A--DESCRIPTION OF PLAN-continued

Investment Options

Upon enrollment in the Plan, participants may direct employee and employer contributions in one or more of the investment funds offered by the Plan. The current investment choices are more fully described in the Plan's literature. Participants may change their investment options at any time in accordance with Plan provisions. During any period in which there is no participant direction on file with the Custodian as to the investment of a participant's account, 100% of that participant's account will be invested in the investment fund designated from time to time by the Trustees as the default investment. The Plan currently offers various mutual funds and a collective trust fund as investment options.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portions of their accounts plus actual earnings is based on years of credited service. A participant is 100 percent vested after three years of credited service. Participants who attain normal retirement age of 65, or who terminate employment due to death or disability are 100 percent vested in their account balances.

Payment of Benefits

Upon termination of employment due to death, disability, retirement or Plan termination, a participant is entitled to receive an amount equal to the value of the participant's vested interest in his or her account in a lump-sum amount or installment distributions in accordance with Plan provisions. 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 in accordance with Plan provisions.

Participants may elect to receive hardship withdrawals prior to termination of employment from their deferral contribution account. Participants who have attained age 59 ½ may also receive in-service withdrawals from their deferral contribution account.

Forfeited Accounts

At December 31, 2012 and 2011, forfeited non-vested accounts totaled \$928 and \$16, respectively. These accounts will be used to reduce future Company match contributions at the discretion of the Plan's Advisory Committee. During the year ended December 31, 2012, \$16 from forfeited non-vesting accounts was used to reduce Company contributions.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balance reduced by the excess of the participant's highest outstanding loan balance during the 12 month period ending on the date of the loan over the participant's current outstanding loan balance on the date of the loan. The loans are secured by the participant's vested account balance. The loan's bear interest at a rate of 1% above the prime interest rate as published in the Wall Street Journal Money Rate Section on the first business day of the month in which the loan is requested by the participant. The interest rates on current loans outstanding range from 4.25 percent to 8.75 percent. Loans are for a period not to exceed five years unless for the purchase of the participant's principal residence, in which case the loan may not exceed fifteen years. Principal and interest shall be paid ratably through bi-weekly payroll deductions.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE B--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

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 withdrawals or other permitted transactions under the terms of the Plan. An adjustment was not made to the fully benefit-responsive investment contract to adjust from fair value to contract value as of December 31, 2012 and 2011 as the values were substantially the same and, thus, deemed to be immaterial by Plan management. Therefore, on the Statement of Changes in Net Assets Available for Benefits the fully-benefit responsive investment contract is presented at contract value as of December 31, 2012, which approximates its fair value.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value, except for a stable value fund. Investments in shares of registered investment companies and common stocks are valued at quoted market prices which represent the net asset value of the shares held by the Plan at year-end. Securities that have no quoted market price, if any, are valued at estimated fair value. Many factors are considered in arriving at fair value.

The Wells Fargo Stable Return Fund F (the "fund") is fully benefit-responsive and is stated at fair value on the last day of the Plan year. The Custodian computes the fair value of the fund based upon estimated quoted market prices of the underlying securities held by the fund at year-end. Contract value is considered the relevant measurement used in the calculation of participant withdrawals or other permitted transactions under the terms of the Plan. Contract value represents the accumulated contributions plus accrued net earnings less distributions. See Note E.

Net appreciation/depreciation of investments included in the accompanying Statement of Changes in Net Assets Available for Benefits includes realized gains or losses from the sale of investments and unrealized appreciation or depreciation in the fair value of investments. Net unrealized appreciation/depreciation in the fair value of investments represents the net change in the fair value of the investments held during the period as well as the realized gains or losses on the sales of investments. These gains and losses represent the difference between the sale proceeds and the fair value of the investment as of the beginning of the period or the cost of the investment if purchased during the year.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date.

Notes Receivable from Participants

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

Payments of Benefits

Benefits are recorded when paid.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE B--SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES-continued

Administrative Expenses

Most expenses of maintaining the Plan are paid by the Company.

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan's Administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein and disclosure of contingent assets and liabilities at the date of the financial statements and during the reporting period. Accordingly, actual results may differ from those estimates.

Date of Management's Review

Subsequent events were evaluated through August 2, 2013, which is the date the financial statements were available to be issued.

NOTE C--FAIR VALUE MEASUREMENTS

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

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

Level 2: Inputs to the valuation methodology include:

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

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

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

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE C--FAIR VALUE MEASUREMENTS-continued

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

Should an investment be re-characterized into or out of Level 3, Plan management would disclose the basis for the change. Under such circumstances the Plan would report the transfers in and transfers out at the beginning of the Plan quarter when change occurs.

Following is a description of the valuation methodologies used for Plan assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Level 1 The fair value of registered investment companies are based on quoted net asset values of the shares held by the Plan at year-end. The fair value of common stocks, corporate bonds and government obligations are based on the closing prices reported on the active markets where the individual securities are traded.

Level 2 The fair value of the fully benefit-responsive investment contract is valued based on the contractual terms of the underlying investments.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012 and 2011.

Assets at Fair Value as of December 31, 2012

	Level 1	Level 2	Level 3	Total
Cash	\$ 31,904	\$ -	\$ -	\$ 31,904
Mutual funds - balanced:				
Conservative allocation	902,105	-	-	902,105
Moderate allocation	169,964	-	-	169,964
Target date	85,982	-	-	85,982
World allocation	289,032	-	-	289,032
Total mutual funds - balanced	1,447,083	-	-	1,447,083

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE C--FAIR VALUE MEASUREMENTS-continued

Mutual funds - bonds:				
High yield bond	275,791	-	-	275,791
Intermediate government	384,169	-	-	384,169
Intermediate-term bond	235,085	-	-	235,085
Money market	795,878	-	-	795,878
Multisector bond	25,141	-	-	25,141
Short government	2,140,026	-	-	2,140,026
World bond	604,391	-	-	604,391
Total mutual funds - bonds	4,460,481	-	-	4,460,481
Mutual funds - domestic equity				
Large blend	902,689	-	-	902,689
Large growth	2,300,151	-	-	2,300,151
Large value	791,678	-	-	791,678
Mid-cap blend	470,966	-	-	470,966
Mid-cap growth	764,162	-	-	764,162
Mid-cap value	18,680	-	-	18,680
Small blend	727,915	-	-	727,915
Specialty - natural reserves	26,573	-	-	26,573
Specialty - real estate	508,634	-	-	508,634
Specialty - financial	37,197	-	-	37,197
World stock	759,262	-	-	759,262
Total mutual funds - domestic equity	7,307,907	-	-	7,307,907
Mutual funds - int'l equity				
Foreign large blend	352,517	-	-	352,517
Foreign large growth	198,631	-	-	198,631
Total mutual funds - int'l equity	551,148	-	-	551,148
Collective trust fund- fixed income	-	217,209	-	217,209
Common stocks:				
Consumer	11,160	-	-	11,160
Financial	20	-	-	20
Healthcare	7,737	-	-	7,737
Technology	11,344	-	-	11,344
Utilities	12,105	-	-	12,105
Total common stocks	42,366	-	-	42,366
Total assets at fair value	<u>\$ 13,840,889</u>	<u>\$ 217,209</u>	<u>\$ -</u>	<u>\$ 14,058,098</u>

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE C--FAIR VALUE MEASUREMENTS-continued

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Cash	\$ 151,114	\$ -	\$ -	\$ 151,114
Mutual funds - balanced:				
Conservative allocation	816,204	-	-	816,204
Moderate allocation	148,557	-	-	148,557
Target date	100,971	-	-	100,971
World allocation	255,937	-	-	255,937
Total mutual funds - balanced	1,321,669	-	-	1,321,669
Mutual funds - bonds:				
High yield bond	217,426	-	-	217,426
Intermediate government	402,698	-	-	402,698
Intermediate-term bond	369,454	-	-	369,454
Money market	1,022,758	-	-	1,022,758
Multisector bond	6,213	-	-	6,213
Short government	2,141,375	-	-	2,141,375
World bond	532,881	-	-	532,881
Total mutual funds - bonds	4,692,805	-	-	4,692,805
Mutual funds - domestic equity				
Large blend	1,013,232	-	-	1,013,232
Large growth	2,077,980	-	-	2,077,980
Large value	681,417	-	-	681,417
Mid-cap blend	410,999	-	-	410,999
Mid-cap growth	798,092	-	-	798,092
Mid-cap value	36,618	-	-	36,618
Small blend	673,605	-	-	673,605
Specialty - natural reserves	32,858	-	-	32,858
Specialty - real estate	355,655	-	-	355,655
Specialty - financial	39,156	-	-	39,156
World stock	822,107	-	-	822,107
Total mutual funds - domestic equity	6,941,719	-	-	6,941,719
Mutual funds - int'l equity				
Foreign large blend	419,023	-	-	419,023
Foreign large growth	195,250	-	-	195,250
Total mutual funds - int'l equity	614,273	-	-	614,273
Collective trust fund- fixed income	-	131,330	-	131,330
Common stocks:				
Consumer	8,145	-	-	8,145
Financial	25	-	-	25
Healthcare	6,502	-	-	6,502
Materials	14,357	-	-	14,357
Technology	8,216	-	-	8,216
Utilities	18,260	-	-	18,260
Total common stocks	55,505	-	-	55,505
Total assets at fair value	\$ 13,777,085	\$ 131,330	\$ -	\$ 13,908,415

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE C--FAIR VALUE MEASUREMENTS-continued

Gains and losses (realized and unrealized) included in changes in net assets for the period above are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

NOTE D--INFORMATION CERTIFIED BY CUSTODIAN (UNAUDITED)

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by the Custodian, Alerus Financial, N.A., as of December 31, 2012 and 2011, and for the year ended December 31, 2012. Except for comparing such information as certified by the Custodian to information included in the Plan's financial statements and supplemental schedules, we did not perform any auditing procedures on the certified investments.

The following represents investments certified by the Custodian as of December 31, 2012 and 2011, respectively.

	2012		2011
<u>Participant-directed investments</u>			
Cash	\$ 29,649		\$ 22,942
Registered investment companies, at fair value:			
Fidelity Retirement Money Market Fund	795,882	*	1,022,758
Fidelity Institutional Short-Interm. Govt Fund	335,409		369,969
Fidelity Magellan Fund #21	591,664		528,046
Fidelity Growth & Income Fund #27	114,319		81,915
Fidelity Asset Manager Fund 50%	169,964		148,557
Fidelity Spartan 500 Index Fund	202,647		199,039
Fidelity Diversified International Fund #325	198,631		195,250
Fidelity Freedom 2020 Fund	11,505		25,654
Fidelity Freedom 2030 Fund	22,632		16,206
Fidelity Dividend Growth Fund #330	114,638		137,788
Fidelity Mid-Cap Stock Fund	150,651		170,879
Fidelity Value Fund	18,680		36,618
Fidelity Small Cap Stock Fund	263,164		206,626
Fidelity Freedom 2010 Fund	26,174		23,700
Fidelity Low Priced Stock Fund #316	371,234		352,608
Fidelity Freedom 2040 Fund	24,774		13,776
Fidelity Freedom Income Fund	897		673
Goldman Sachs Short Duration Govt CL A	1,804,617	*	1,771,406

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE D--INFORMATION CERTIFIED BY CUSTODIAN (UNAUDITED)-continued

Oppenheimer Strategy Income A	25,141		6,213	
Oppenheimer Intl Bond A	604,391		532,881	
American Funds Cap World Growth & Income R-4	759,262	*	822,107	*
Columbia Acorn CL A	613,511		627,213	
Columbia Large Cap Index A	27,735		15,095	
Columbia Value and Restructuring A	791,678	*	681,417	
Davis Financial A	37,197		39,156	
American Funds Capital Income Builder CL R-4	289,032		255,937	
Goldman Sachs Balanced Strategy	902,105	*	816,204	*
Goldman Sachs Retirement 2020 A	-		20,962	
American Funds High Income Trust CL R4	275,791		217,426	
Delaware Pooled TR Diversified Income Fund CL A	235,085		369,454	
Fidelity Intermediate Govt Income	384,169		402,698	
American Funds Fundamental Investors R4	443,350		579,395	
Goldman Sachs Commodity Strategy	26,573		32,858	
American Funds #2405 CL R4	1,240,872	*	1,191,197	*
Hartford Growth Opportunities R4	467,615		358,737	
Keely Small Cap Value Fund A	464,751		466,979	
Fidelity Advisor Leveraged Co Stk A	99,732		58,391	
Oppenheimer Real Estate A	508,634		355,655	
American Funds Europacific Growth CL R-4	352,517		419,023	
Collective trust fund - fixed income, at fair value:				
Wells Fargo Stable Return CLS F	217,209		131,330	
Participant loans	135,015		123,266	

Self-directed brokerage investments

Investments in brokerage accounts	44,617	183,677
	<u>\$ 14,193,113</u>	<u>\$ 14,031,681</u>

*Fair value of investments representing greater than 5% of the Plans net assets as of December 31, 2012 and 2011.

During the year ended December 31, 2012, the Plan's investments (including gains and losses on investments bought, sold and held during the year), appreciated in value by \$1,291,884. Of this total, mutual funds appreciated \$1,282,167, common stocks appreciated \$6,423 and the collective trust fund appreciated \$3,294. During the year ended December 31, 2012, the Plan's investments earned interest and dividends of \$403,093. Of this total, the mutual funds earned income of \$402,483 and common stocks earned income of \$610.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE E--STABLE VALUE INVESTMENT CONTRACT

The Plan has entered into a benefit-responsive investment contract with the Custodian that includes, as one investment option, the Wells Fargo Stable Return Fund F (the "Fund"). This collective trust fund is credited with the accumulation of contributions, plus earnings on the underlying investments at a guaranteed rate and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal at a specified interest rate that is guaranteed to the Plan. The Fund is included with investments on the face of the statement of net assets available for benefits at fair value, which approximates contract value. Contract value, as reported and certified to the Plan by Alerus Financial, N.A. represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The estimated fair value of the investment contract at December 31, 2012 and 2011 was \$217,209 and \$131,330, respectively. Management deemed fair value to approximate contract value at December 31, 2012 and 2011.

The average yield in the interest rates of the fund during calendar years 2012 and 2011 was approximately 0.94% and 1.56%, respectively. The crediting interest rate was 1.95% and 2.33% at December 31, 2012 and 2011, respectively. Interest is credited to a participant's account daily, based on its daily balance at the established effective rate of interest that reflects the performance of the underlying portfolio. Participants will receive the principal and accrued earnings credited to their accounts on withdrawal for allowed events. These events include transfers to other Plan investment options, and payments because of retirement, termination of employment, disability, death and in-service withdrawals as permitted by the Plan. If the Fund was to be discontinued, the value of the funds to be disposed would be determined in accordance with contract provisions, which includes an interest component. There are no reserves for credit risk of the contract issuer or otherwise. The Plan Administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

NOTE F--PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

NOTE G--TAX STATUS

On March 31, 2008, the Internal Revenue Service stated that the prototype plan document, subsequently adopted by the Plan, as then designed qualified under section 401(k) of the Internal Revenue Code (the "IRC"). The Plan has been amended since receiving the determination letter. The Plan has not received a determination letter specific to the Plan itself; however, the Plan administrator and the Plan's legal counsel believe that the Plan is currently designed and 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 Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

Farm Progress Companies Savings and Investment Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE H--RISKS AND UNCERTAINTIES

The Plan's assets are invested directly and indirectly in various investment securities which are purchased or managed by the Custodian. The investments are exposed to various risks such as interest rate, market, and credit risks. The Plan's assets are subject to the changes in value of these underlying investments, including the potential for bankruptcy of one or more of the companies in which they are invested.

The Plan also invests in securities which may have contractual cash flows that may include asset backed securities, collateralized mortgage obligations, commercial mortgage backed securities or subprime mortgage loans. The value, liquidity and related income of these securities are sensitive to changes in economic conditions, changes in value, delinquencies or defaults. Shifts in the market's perception of the issuers and changes in interest rates may affect these investments adversely.

Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

The participants who have borrowed from the Plan are all employees of the Company in the Chicago area, and their ability to repay the notes could be affected by the economic conditions in the industry in general, the economic conditions in the Chicago metropolitan area, and by the financial situation of the Company itself.

NOTE I--RELATED PARTY TRANSACTIONS

Alerus Financial, N.A. performs administrative and recordkeeping services for the Plan. Alerus Financial, N.A. received fees for its services to the Plan. A portion of these fees was paid by the Plan. Fees of \$1,753 were paid by the Plan in 2012. Fees paid to Alerus Financial, N.A. by the Company are not material to the financial statements.

Certain employees of the Company provide administrative services for the Plan and are not reimbursed for their services by the Plan. Certain other administrative expenses are paid by the Company on behalf of the Plan. These amounts are not material to the financial statements.

NOTE J--PLAN AMENDMENTS

The Plan was amended effective February 1, 2011 to exclude group term life insurance and taxable fringe benefits from the definition of compensation for all contributions. The Plan was also amended effective November 11, 2011 to remove participating employers from the Plan document.

NOTE K--SUBSEQUENT EVENTS

The Plan sponsor was purchased in November 2012. Effective in July 2013, the Plan will be transferred and merged with the purchasing company.

SUPPLEMENTARY INFORMATION

Farm Progress Companies Savings and Investment Plan

SCHEDULE H, Line 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 36-1642670, PLAN NO. 001

December 31, 2012

(a)	(b) Identity of Issue	(c) Description of Investment	(d)	(e) Current
	Cash:			
*	Alerus Financial, N.A.	Cash - in transit	**	\$ 29,649
	Common Collective Trust:			
	Wells Fargo	Wells Fargo Stable Return CLS F	**	217,209
	Registered investment companies:			
	Fidelity	Fidelity Retirement Money Market Fund	**	795,882
	Fidelity	Fidelity Instl Short-Interm Govt Fund	**	335,409
	Fidelity	Fidelity Magellan Fund #21	**	591,664
	Fidelity	Fidelity Growth & Income Fund #27	**	114,319
	Fidelity	Fidelity Asset Manager Fund 50%	**	169,964
	Fidelity	Fidelity Spartan 500 Index Fund	**	202,647
	Fidelity	Fidelity Diversified International Fund #325	**	198,631
	Fidelity	Fidelity Freedom 2020 Fund	**	11,505
	Fidelity	Fidelity Freedom 2030 Fund	**	22,632
	Fidelity	Fidelity Dividend Growth Fund #330	**	114,638
	Fidelity	Fidelity Mid-Cap Stock Fund	**	150,651
	Fidelity	Fidelity Value Fund	**	18,680
	Fidelity	Fidelity Small Cap Stock Fund	**	263,164
	Fidelity	Fidelity Freedom 2010 Fund	**	26,174
	Fidelity	Fidelity Low Priced Stock Fund #316	**	371,234
	Fidelity	Fidelity Freedom 2040 Fund	**	24,774
	Fidelity	Fidelity Freedom Income Fund	**	897
	Fidelity	Fidelity Intermediate Govt Income	**	384,169
	Fidelity	Fidelity Advisor Leveraged Co Stk A	**	99,732
	Goldman Sachs	Goldman Sachs Short Duration Govt CL A	**	1,804,617
	Goldman Sachs	Goldman Sachs Balanced Strategy	**	902,105
	Goldman Sachs	Goldman Sachs Commodity Strategy A	**	26,573
	Oppenheimer	Oppenheimer Strategy Income A	**	25,141
	Oppenheimer	Oppenheimer Intl Bond A	**	604,391
	Oppenheimer	Oppenheimer Real Estate A	**	508,634
	American Funds	American Funds Cap World Growth & Income R-4	**	759,262
	American Funds	American Funds Capital Income Builder CL R-4	**	289,032
	American Funds	American Funds High Income Trust CL R4	**	275,791
	American Funds	American Funds Fundamental Investors R4	**	443,350
	American Funds	American Funds Europacific Growth CL R-4	**	352,517
	American Funds	American Funds #2405 CL R4	**	1,240,872
	Columbia	Columbia Acorn CL A	**	613,511
	Columbia	Columbia Large Cap Index A	**	27,735
	Columbia	Columbia Value and Restructuring A	**	791,678
	Davis Financial	Davis Financial A	**	37,197
	Delaware	Delaware Pooled TR Diversified Income Fund CL A	**	235,085
	Hartford	Hartford Growth Opportunities R4	**	467,615
	Keely	Keely Small Cap Value Fund A	**	464,751
	Other:			
	Ameritrade	Self-directed brokerage accounts	**	44,617
*	Participant loans	Interest rates of 4.25% - 8.75%	-0-	135,015
				<u>\$ 14,193,113</u>

* Party-in-interest

** Participant-directed thus cost information not required.

Farm Progress Companies Savings and Investment Plan

SCHEDULE H, Line 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EIN 36-1642670, PLAN NO. 001

December 31, 2012

(a)	(b) Identity of Issue	(c) Description of Investment	(d)	(e) Current
	Cash:			
*	Alerus Financial, N.A.	Cash - in transit	**	\$ 29,649
	Common Collective Trust:			
	Wells Fargo	Wells Fargo Stable Return CLS F	**	217,209
	Registered investment companies:			
	Fidelity	Fidelity Retirement Money Market Fund	**	795,882
	Fidelity	Fidelity Instl Short-Interm Govt Fund	**	335,409
	Fidelity	Fidelity Magellan Fund #21	**	591,664
	Fidelity	Fidelity Growth & Income Fund #27	**	114,319
	Fidelity	Fidelity Asset Manager Fund 50%	**	169,964
	Fidelity	Fidelity Spartan 500 Index Fund	**	202,647
	Fidelity	Fidelity Diversified International Fund #325	**	198,631
	Fidelity	Fidelity Freedom 2020 Fund	**	11,505
	Fidelity	Fidelity Freedom 2030 Fund	**	22,632
	Fidelity	Fidelity Dividend Growth Fund #330	**	114,638
	Fidelity	Fidelity Mid-Cap Stock Fund	**	150,651
	Fidelity	Fidelity Value Fund	**	18,680
	Fidelity	Fidelity Small Cap Stock Fund	**	263,164
	Fidelity	Fidelity Freedom 2010 Fund	**	26,174
	Fidelity	Fidelity Low Priced Stock Fund #316	**	371,234
	Fidelity	Fidelity Freedom 2040 Fund	**	24,774
	Fidelity	Fidelity Freedom Income Fund	**	897
	Fidelity	Fidelity Intermediate Govt Income	**	384,169
	Fidelity	Fidelity Advisor Leveraged Co Stk A	**	99,732
	Goldman Sachs	Goldman Sachs Short Duration Govt CL A	**	1,804,617
	Goldman Sachs	Goldman Sachs Balanced Strategy	**	902,105
	Goldman Sachs	Goldman Sachs Commodity Strategy A	**	26,573
	Oppenheimer	Oppenheimer Strategy Income A	**	25,141
	Oppenheimer	Oppenheimer Intl Bond A	**	604,391
	Oppenheimer	Oppenheimer Real Estate A	**	508,634
	American Funds	American Funds Cap World Growth & Income R-4	**	759,262
	American Funds	American Funds Capital Income Builder CL R-4	**	289,032
	American Funds	American Funds High Income Trust CL R4	**	275,791
	American Funds	American Funds Fundamental Investors R4	**	443,350
	American Funds	American Funds Europacific Growth CL R-4	**	352,517
	American Funds	American Funds #2405 CL R4	**	1,240,872
	Columbia	Columbia Acorn CL A	**	613,511
	Columbia	Columbia Large Cap Index A	**	27,735
	Columbia	Columbia Value and Restructuring A	**	791,678
	Davis Financial	Davis Financial A	**	37,197
	Delaware	Delaware Pooled TR Diversified Income Fund CL A	**	235,085
	Hartford	Hartford Growth Opportunities R4	**	467,615
	Keely	Keely Small Cap Value Fund A	**	464,751
	Other:			
	Ameritrade	Self-directed brokerage accounts	**	44,617
*	Participant loans	Interest rates of 4.25% - 8.75%	-0-	135,015
				<u>\$ 14,193,113</u>

* Party-in-interest

** Participant-directed thus cost information not required.