

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2009 or fiscal plan year beginning <u>07/01/2009</u> and ending <u>06/30/2010</u>			
A This return/report is for:	☒ a multiemployer plan; ☐ a single-employer plan;	☐ a multiple-employer plan; or ☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report; ☒ an amended return/report;	☒ the final 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; ☐ special extension (enter description)	☐ automatic extension;	☐ the DFVC program;

Part II	Basic Plan Information —enter all requested information		
1a Name of plan	KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS AND MILLWRIGHTS RETIREMENT ANNUITY TRUST FUND	1b Three-digit plan number (PN) ▶	002
		1c Effective date of plan	05/01/1984
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.)	KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT ANNUITY TRUST		
	5420 WEST SOUTHERN AVENUE, STE 407 INDIANAPOLIS, IN 46241		
	2b Employer Identification Number (EIN)	61-1057740	
	2c Sponsor's telephone number	317-248-3273	
	2d Business code (see instructions)	236200	

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	08/13/2013	HEATHER SHOWALTER
	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 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT 5420 WEST SOUTHERN AVENUE, STE 407 INDIANAPOLIS, IN 46241	3b Administrator's EIN 61-1057740 3c Administrator's telephone number 317-248-3273
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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	8528
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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	0
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	0
d Subtotal. Add lines 6a , 6b , and 6c	6d	0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	0
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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:
 2C

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)
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<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010

<div>A Name of plan</div> <div>KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS AND MILLWRIGHTS RETIREMENT ANNUITY TRUST FUND</div>	<div>B Three-digit plan number (PN)</div> <div>▶</div> <div>002</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500</div> <div>KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT ANNUITY TRUST</div>	<div>D Employer Identification Number (EIN)</div> <div>61-1057740</div>

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

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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)

ZENITH ADMINISTRATORS, INC.

52-1590516

(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?
13	CONTRACT ADMINISTRATOR	119098	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

VICTORY CAPITAL MANAGEMENT

13-2700161

(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?
28	INVESTMENT MANAGEMENT	92385	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

CAMBIAR INVESTORS

84-1596610

(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?
28	INVESTMENT MANAGEMENT	69473	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

COTTON AND ALLEN, PSC

61-0916029

(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?
10	AUDITOR	32500	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

UNITED ACTUARIAL SERVICE, INC.

35-2156428

(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?
17	CONSULTANT	23625	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

TILLMAN WALLBAUM CATLETT SATTERLEY

61-1358524

(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?
29	ATTORNEY	14889	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

NYHART CONSULTING

8415 ALLISON POINTE BLVD, SUITE 300
INDIANAPOLIS, IN 46250

(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?
70	CONSULTANT - PLAN MERGER	12500	Yes ☐ No ☒	Yes ☐ No ☒	0	Yes ☐ No ☒

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

PNC ADVISORY RESEARCH

36-2861881

(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?
28	INVESTMENT MANAGEMENT	9640	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

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

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010		
A Name of plan KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS AND MILLWRIGHTS RETIREMENT ANNUITY TRUST FUND	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT ANNUITY TRUST	D Employer Identification Number (EIN) 61-1057740	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	633709	0
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	76771	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	15422851	0
(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)	22394503	0
(5) Partnership/joint venture interests	1c(5)	1500000	0
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	14811052	0
(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	633	0
f Total assets (add all amounts in lines 1a through 1e)	1f	54839519	0

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	48514	0
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	48514	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	54791005	0
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	6109370	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		6109370

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1313	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	204920	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		206233

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	512884	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	522473	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1035357

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	91148578	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	88850949	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		2297629

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	2958914	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		2958914
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		1566
d Total income. Add all income amounts in column (b) and enter total.....	2d		12609069

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4917707	
(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)		4917707
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)	83515	
(2) Contract administrator fees	2i(2)	119098	
(3) Investment advisory and management fees	2i(3)	171887	
(4) Other	2i(4)	121110	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		495610
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		5413317

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		7195752
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		61986757

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: COTTON AND ALLEN, PSC

(2) EIN: 61-0946029

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	
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)
INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS DEFINED CONTRIBUTION PENSION TRUST FUND	35-1833932	001

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>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).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010		
A Name of plan KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS AND MILLWRIGHTS RETIREMENT ANNUITY TRUST FUND		B Three-digit plan number (PN) ► 002
C Plan sponsor's name as shown on line 2a of Form 5500 KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT ANNUITY TRUST		D Employer Identification Number (EIN) 61-1057740
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		330
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year		6a 6109370
b Enter the amount contributed by the employer to the plan for this plan year		6b 6109370
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 0
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☒ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2009 v.092308.1		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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



Independent Auditor's Report

November 30, 2010

Board of Trustees
Kentucky State District Council of Carpenters
and Millwrights Retirement Annuity Trust Fund
Louisville, Kentucky

We have audited the accompanying statements of net assets available for benefits of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund (the "Plan") as of June 30, 2010 and 2009 and the related statement of changes in net assets available for benefits for the year ended June 30, 2010. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 7 to the financial statements, the Board of Trustees voted on March 16, 2010, to merge the Plan into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Fund effective July 1, 2010. Subsequent to year end, all plan assets were transferred to the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Fund in accordance with the merger.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund as of June 30, 2010 and 2009 and the changes in its net assets available for benefits for the year ended June 30, 2010 in conformity with accounting principles generally accepted in the United States of America.

Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental Schedule H, Line 4i – Schedule of assets (held at end of year) and Schedule H, Line 4j – Schedule of reportable transactions, as of or for the year ended June 30, 2010, are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplemental information required by the United States Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. These supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Cotton and Allen, P.S.C.
Cotton and Allen, P.S.C.

Form 5500Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security
Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**OMB Nos. 1210-0110
1210-0089**2009****This Form is Open to Public Inspection****Part I Annual Report Identification Information**For calendar plan year 2009 or fiscal plan year beginning 07/01/2009 and ending 06/30/2010

- 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

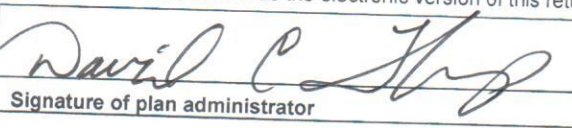
KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS AND MILLWRIGHTS RETIREMENT ANNUITY TRUST FUND

1b Three-digit plan number (PN) ▶ 002**1c** Effective date of plan 05/01/1984**2a** Plan sponsor's name and address (employer, if for a single-employer plan)
(Address should include room or suite no.)

KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT ANNUITY TRUST

2b Employer Identification Number (EIN)
61-1057740**2c** Sponsor's telephone number
317-248-32735420 WEST SOUTHERN AVENUE, STE 407
INDIANAPOLIS, IN 46241**2d** Business code (see instructions)
236200**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>8/8/13</u>	<u>David C. Tharp</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 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") KENTUCKY STATE DISTRICT COUNCIL OF CARPENTERS RETIREMENT 5420 WEST SOUTHERN AVENUE, STE 407 INDIANAPOLIS, IN 46241	3b Administrator's EIN 61-1057740 3c Administrator's telephone number 317-248-3273
---	---

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

5 Total number of participants at the beginning of the plan year	5	8528
---	----------	------

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

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	0
--	----------	---

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2C

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
---	---

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)
--	---

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS

YEAR ENDED JUNE 30, 2010

EIN: 61-1057740, PLAN #002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or (Loss)
INDIVIDUAL TRANSACTIONS								
Investments purchased								
PNC Institutional Investments	PNC Treasury Money Market	\$ 12,309,118	n/a	n/a	none	\$ 12,309,118	\$ 12,309,118	none
PNC Institutional Investments	PNC Treasury Money Market	12,209,988	n/a	n/a	none	12,209,988	12,209,988	none
PNC Institutional Investments	PNC Treasury Money Market	13,016,817	n/a	n/a	none	13,016,817	13,016,817	none
Investments sold								
PNC Institutional Investments	Harbor International Fund Class Ins	n/a	\$ 3,808,639	n/a	none	4,803,884	3,808,639	\$ (995,245)
PNC Institutional Investments	Pimco Funds Total Return Bond Fund	n/a	8,305,012	n/a	none	7,530,650	8,305,012	(774,362)
PNC Institutional Investments	Vanguard Bond Index Fund	n/a	4,004,106	n/a	none	3,819,313	4,004,106	(184,793)
SERIES TRANSACTIONS								
Investments purchased								
PNC Institutional Investments	PNC Treasury Money Market	3,808,639	n/a	n/a	none	3,808,639	3,808,639	none
PNC Institutional Investments	PNC Treasury Money Market	3,473,978	n/a	n/a	none	3,473,978	3,473,978	none
PNC Institutional Investments	PNC Treasury Money Market	2,993,812	n/a	n/a	none	2,993,812	2,993,812	none
PNC Institutional Investments	PNC Treasury Money Market	12,337,632	n/a	n/a	none	12,337,632	12,337,632	none
PNC Institutional Investments	PNC Treasury Money Market	13,220,632	n/a	n/a	none	13,220,632	13,220,632	none
Investments sold								
PNC Institutional Investments	PNC Treasury Money Market	n/a	3,311,493	n/a	none	3,311,493	3,311,493	none
PNC Institutional Investments	PNC Treasury Money Market	n/a	3,746,740	n/a	none	3,746,740	3,746,740	none

See Independent Auditor's Report on the Supplemental Schedules

**Kentucky State District Council of
Carpenters and Millwrights
Retirement Annuity Trust Fund**

FINANCIAL STATEMENTS

JUNE 30, 2010 AND 2009

**Kentucky State District Council of
Carpenters and Millwrights
Retirement Annuity Trust Fund**

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Independent Auditor's Report

November 30, 2010

Board of Trustees
Kentucky State District Council of Carpenters
and Millwrights Retirement Annuity Trust Fund
Louisville, Kentucky

We have audited the accompanying statements of net assets available for benefits of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund (the "Plan") as of June 30, 2010 and 2009 and the related statement of changes in net assets available for benefits for the year ended June 30, 2010. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Note 7 to the financial statements, the Board of Trustees voted on March 16, 2010, to merge the Plan into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Fund effective July 1, 2010. Subsequent to year end, all plan assets were transferred to the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Fund in accordance with the merger.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund as of June 30, 2010 and 2009 and the changes in its net assets available for benefits for the year ended June 30, 2010 in conformity with accounting principles generally accepted in the United States of America.

Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental Schedule H, Line 4i – Schedule of assets (held at end of year) and Schedule H, Line 4j – Schedule of reportable transactions, as of or for the year ended June 30, 2010, are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplemental information required by the United States Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. These supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Cotton and Allen, P.S.C.
Cotton and Allen, P.S.C.

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

June 30,	2010	2009
<u>ASSETS</u>		
INVESTMENTS, AT FAIR VALUE (NOTE 4)		
Money market funds	\$ 44,017,805	\$ 2,353,098
Equity mutual funds		14,811,052
Common stocks		22,394,503
Alternative investments	3,135,789	1,500,000
Total Investments, at Fair Value	47,153,594	41,058,653
CERTIFICATES OF DEPOSIT (NOTE 5)	0	12,205,387
RECEIVABLES		
Employer contributions	503,042	633,709
Accrued interest and dividends	50,360	76,771
Total Receivables	553,402	710,480
PREPAID EXPENSES	633	633
CASH	14,358,047	864,366
<u>TOTAL ASSETS</u>	62,065,676	54,839,519
<u>LIABILITIES</u>		
Accounts payable	78,919	48,514
<u>TOTAL LIABILITIES</u>	78,919	48,514
<u>NET ASSETS AVAILABLE FOR BENEFITS</u>	\$ 61,986,757	\$ 54,791,005

**STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS**

Year Ended June 30,	2010
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income (Note 3)	\$ 6,499,698
Employer contributions	6,109,370
Total Additions	12,609,068
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Retirement benefits paid	4,917,707
Accounting fees	45,000
Legal fees	14,890
Investment management fees	171,887
Administration fees	119,098
Actuarial and consulting	23,625
Officer and trustee meeting expense	8,267
Postage	18,501
Printing and supplies	10,294
Insurance	41,880
Office expense	7,608
Miscellaneous	34,559
Total Deductions	5,413,316
NET INCREASE	7,195,752
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	54,791,005
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	\$ 61,986,757

NOTES TO FINANCIAL STATEMENTS

NOTE 1. PLAN DESCRIPTION

General

The Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund (the "Plan") is a defined contribution plan which was established in August 1984 under bargaining agreements between the International Brotherhood of Carpenters and Joiners and various employers in the jurisdiction of the Kentucky State District Council of Carpenters. Management of the Plan is vested in a Board of Trustees consisting of both union and employer representatives. As of June 30, 2010, the Board was composed of the following trustees.

Union Trustees

David Tharp
Steve Richards
Ed Reliford
Jerry Yates
Tim Wireman

Employer Trustees

James Hacker, Jr.
David Faulkner
Dale Elrod
Jeff Nuttall

For more complete information on Plan benefits, eligibility, and provisions in the event of Plan termination, participants should refer to the summary plan description.

Contributions

The Plan is financed by collectively bargained contributions from the employers, based on hours worked by the employees.

Employee Accounts

A retirement account accrues to each qualified employee in the amount of contributions made on their behalf, plus interest and dividends earned, adjusted for market fluctuations on investments, less a share of Plan operating expenses.

Investments

The Plan's investments are non-participant directed. The Plan has adopted an investment policy that has at its goal the maintenance of sufficient liquidity to ensure timely payment of benefits and the selection of investments which, in the long run, will produce a competitive rate of return. The Board of Trustees employs various investment managers and consultants to provide investment services to the Plan.

Eligibility

All persons employed by an employer who is bound under the collective bargaining agreement between the employer and the Indiana / Kentucky Regional Council of Carpenters and its affiliated Local Unions in Kentucky are eligible to participate in the Plan.

Payment of Benefits

The Plan's benefits include normal retirement, early retirement, disability, termination and death benefits. The benefit to which any employee or their beneficiaries are entitled is the benefit that can be provided from the employee's account at the date of retirement, disability, termination or death.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 1. PLAN DESCRIPTION (CONTINUED)

Payment of Benefits (Continued)

Upon reaching age 55, an employee is eligible for normal retirement benefits. For normal retirees, disability benefits and death benefits, the Plan's options for payment include joint and survivor annuities, lump-sum payments, and installment payments over a specified number of months. Employees are eligible for early retirement benefits between the ages of 45 and 55. For early retirees and termination benefits, the Plan's options for payment include joint and survivor annuities or lump-sum payments.

Expenses

The Plan is responsible for its administrative expenses. Administrative expenses are reduced by benefit forfeitures of former employees not vested under the terms of the Plan.

Termination

In the event of termination of the Plan, all employees have a non-forfeitable right to receive their proportionate share of the remaining Plan assets after the payment of any Plan expenses.

Effective July 1, 2010 the Plan was merged with the Indiana / Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund (Note 7).

Tax Status

The Plan has qualified under Section 501 of the Internal Revenue Code as a tax-exempt organization and is subject to provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan obtained its latest determination letter on February 26, 2004, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Standards Codification

In June 2009, the Financial Accounting Standards Board ("FASB") issued the FASB Accounting Standards Codification ("ASC") as the sole source of authoritative nongovernmental U.S. generally accepted accounting principles. The Plan adopted this new guidance which changed the way it references accounting standards in its disclosures. The adoption of the ASC did not impact the Plan's net assets available for benefits or changes in net assets available for benefits.

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Management's Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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.

Certificates of Deposit

The Plan invests in certificates of deposit with initial maturities exceeding three months. These short-term deposits are stated at cost plus accrued interest.

Investment Valuation and Income Recognition

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. See Note 4, Fair Value Measurements, for discussion of fair value measurements.

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

Fair Value of Investments

In September 2009, the FASB issued an amendment "Investment in Certain Entities That Calculate Net Asset Value per Share (or its Equivalent)", which provides guidance on how entities should estimate the fair value of certain alternative investments. The fair value of investments within the scope of this guidance can now be determined using net asset value ("NAV") per share as a practical expedient when the fair value is not readily determinable, unless it is probable the investment will be sold at something other than NAV. It also requires disclosure of certain attributes by major category of alternative investments, regardless of whether the practical expedient was used. This amendment was effective for periods ending after December 15, 2009, with early adoption permitted. See Note 4 for the impact of this amendment.

Income Taxes

The FASB issued new guidance on accounting for uncertainty in income taxes. The Plan adopted this new guidance for the year ended June 30, 2010. Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements.

Subsequent Events

Management has evaluated subsequent events for recognition or disclosure in the financial statements through November 30, 2010, which was the date at which the financials were available to be issued.

Reclassifications

Certain amounts in the 2009 financial statements have been reclassified to conform to the 2010 presentation.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 3. INVESTMENT INCOME

Investment income is composed of the following:

Year Ended June 30,	2010
Dividend income from:	
Common stocks	\$ 512,884
Equity mutual funds	522,472
Interest income from:	
Checking accounts	314
Money market funds	999
Certificates of deposit	204,920
Other investment income	1,566
Subtotal	1,243,155
Net realized and unrealized appreciation in market value	
Equity mutual funds	1,679,952
Common stocks	3,440,802
Alternative Investments	135,789
Subtotal	5,256,543
Total Investment Income	\$ 6,499,698

Net realized and unrealized appreciation in market value of investments is composed of the following:

Year Ended June 30,	2010
Aggregate proceeds, investments sold	\$ 91,148,578
Aggregate carrying amount, investments sold	88,850,949
Net Realized Gain	2,297,629
Net unrealized appreciation in market value of investments	2,958,914
Net Realized and Unrealized Appreciation in Market Value of Investments	\$ 5,256,543

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 4. FAIR VALUE MEASUREMENTS

The FASB has issued a standard which 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 under the FASB guidance are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets 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 are derived principally from or corroborated by observable market data by correlation or other means

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value.

Money Market Funds: Valued at the NAV of units held by the Plan at year end.

Equity Mutual Funds: Valued at the NAV of shares held by the Plan at year end.

Common Stocks: Valued at the quoted market price of shares held by the Plan at year end.

Alternative Investments: Estimated fair values are based on information provided by the management of the investment companies. The investments held in these investment companies are securities for which there are no readily available market quotations. Therefore, the fair values of the investments are estimated based on the initial cost of the investment, adjusted for changes in the estimates of the fair values of the underlying assets.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 4. FAIR VALUE MEASUREMENTS (CONTINUED)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of June 30, 2010 and 2009.

	Assets at Fair Value as of June 30, 2010			
	Level 1	Level 2	Level 3	Total
Money market funds	\$ 44,017,805	\$	\$	\$ 44,017,805
Alternative investments				
Commodity futures fund			1,454,414	1,454,414
Limited partnerships			1,681,375	1,681,375
Total Assets at Fair Value	\$ 44,017,805	\$ 0	\$ 3,135,789	\$ 47,153,594

	Assets at Fair Value as of June 30, 2009			
	Level 1	Level 2	Level 3	Total
Money market funds	\$ 2,353,098	\$	\$	\$ 2,353,098
Equity mutual funds	14,811,052			14,811,052
Common stocks	22,394,503			22,394,503
Alternative investments				
Limited partnerships			1,500,000	1,500,000
Total Assets at Fair Value	\$ 39,558,653	\$ 0	\$ 1,500,000	\$ 41,058,653

The table below sets forth a summary of changes in the fair value of the Plan's level 3 assets for the years ended June 30, 2010 and 2009:

Year Ended June 30,	2010	2009
Balance, Beginning of Year	\$ 1,500,000	\$
Unrealized gains (losses) relating to instruments still held at the report date	135,789	
Purchases, sales, issuances, and settlements (net)	1,500,000	1,500,000
Balance, End of Year	\$ 3,135,789	\$ 1,500,000

NOTE 5. CERTIFICATES OF DEPOSIT

Just prior to June 30, 2010, all certificates of deposit were liquidated and the proceeds were transferred to the money market funds in accordance with the Plan merger instructions (Note 7). Certificates of deposit as of June 30, 2009, consist of the following:

June 30,	2009
Certificates of deposit, interest rate 1.24%, matured 9/17/2009	\$ 2,033,051
Certificates of deposit, interest rate 3.20%, matured 12/17/2009	10,172,336
Total Certificates of Deposit	\$ 12,205,387

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 6. INVESTMENTS REPRESENTING MORE THAN 5% OF NET ASSETS

The following investments exceeded 5% of the Plan's net assets at June 30, 2010:

	June 30, 2010		
	Shares	Cost	Market Value
PNC Treasury Money Market	44,017,805	\$ 44,017,805	\$ 44,017,805

The following investments exceeded 5% of the Plan's net assets at June 30, 2009:

	June 30, 2009		
	Shares	Cost	Market Value
Pimco Total Return Institutional Fund	574,613	\$ 5,754,626	\$ 6,004,705
Vanguard Market Index Fund	360,179	3,669,437	3,663,016

NOTE 7. PLAN MERGER

On March 16, 2010, the Kentucky State District Council of Carpenters and Millwrights Board of Trustees ordered that the Plan be merged into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Plan (the "Merged Plan") effective July 1, 2010. Prior to July 1, 2010 all investments of the Plan except alternative investments were liquidated and the proceeds were transferred to the money market funds. On July 1, 2010 the Plan's money market investments were sold and the proceeds transferred to the Merged Plan. The Plan's alternative investments were sold and the proceeds transferred to the Merged Plan in August, 2010. On July 1, 2010 all other assets of the Plan became assets of the Merged Plan, which also assumed all the Plan's liabilities, and the responsibility to collect any delinquent contractor contributions. Subsequent to the merger, the transfer of assets and the conclusion of final administrative matters, the Plan will cease to exist. Effective July 1, 2010, all Plan participants will become participants in the Merged Plan.

The financial statements as of June 30, 2010 have been prepared using generally accepted accounting principles as a going concern and, accordingly, do not reflect any adjustments which might have been necessary had the merger been considered in the preparation of the financial statements.

S U P P L E M E N T A L S C H E D U L E S

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

YEAR ENDED JUNE 30, 2010

EIN: 61-1057740, PLAN #002

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
CASH EQUIVALENTS				
	PNC Treasury Money Market	44,017,805 units, \$1 par	\$ 44,017,805	\$ 44,017,805
	Total Cash Equivalents		44,017,805	44,017,805
ALTERNATIVE INVESTMENTS				
	IQ Absolute Return Diversified Fund		1,500,000	1,681,375
	Systematic Momentum FA		1,500,000	1,454,414
	Total Alternative Investments		3,000,000	3,135,789
TOTAL INVESTMENTS (HELD AT END OF YEAR)			\$ 47,017,805	\$ 47,153,594

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS

YEAR ENDED JUNE 30, 2010

EIN: 61-1057740, PLAN #002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or (Loss)
INDIVIDUAL TRANSACTIONS								
Investments purchased								
PNC Institutional Investments	PNC Treasury Money Market	\$ 12,309,118	n/a	n/a	none	\$ 12,309,118	\$ 12,309,118	none
PNC Institutional Investments	PNC Treasury Money Market	12,209,988	n/a	n/a	none	12,209,988	12,209,988	none
PNC Institutional Investments	PNC Treasury Money Market	13,016,817	n/a	n/a	none	13,016,817	13,016,817	none
Investments sold								
PNC Institutional Investments	Harbor International Fund Class Ins	n/a	\$ 3,808,639	n/a	none	4,803,884	3,808,639	\$ (995,245)
PNC Institutional Investments	Pimco Funds Total Return Bond Fund	n/a	8,305,012	n/a	none	7,530,650	8,305,012	(774,362)
PNC Institutional Investments	Vanguard Bond Index Fund	n/a	4,004,106	n/a	none	3,819,313	4,004,106	(184,793)
SERIES TRANSACTIONS								
Investments purchased								
PNC Institutional Investments	PNC Treasury Money Market	3,808,639	n/a	n/a	none	3,808,639	3,808,639	none
PNC Institutional Investments	PNC Treasury Money Market	3,473,978	n/a	n/a	none	3,473,978	3,473,978	none
PNC Institutional Investments	PNC Treasury Money Market	2,993,812	n/a	n/a	none	2,993,812	2,993,812	none
PNC Institutional Investments	PNC Treasury Money Market	12,337,632	n/a	n/a	none	12,337,632	12,337,632	none
PNC Institutional Investments	PNC Treasury Money Market	13,220,632	n/a	n/a	none	13,220,632	13,220,632	none
Investments sold								
PNC Institutional Investments	PNC Treasury Money Market	n/a	3,311,493	n/a	none	3,311,493	3,311,493	none
PNC Institutional Investments	PNC Treasury Money Market	n/a	3,746,740	n/a	none	3,746,740	3,746,740	none

See Independent Auditor's Report on the Supplemental Schedules

INDIANA/KENTUCKY REGIONAL COUNCIL
OF CARPENTERS DEFINED CONTRIBUTION
PENSION TRUST FUND

Financial Statements
For the Years Ended June 30, 2011
and June 30, 2010

William J. Blaser
James J. Cline, Jr.
Michael A. Rasor
Michelle L. Zimmerman
Robert A. Zurface

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Independent Auditors' Report

Board of Trustees
Indiana/Kentucky Regional Council of Carpenters
Defined Contribution Pension Trust Fund
Indianapolis, Indiana

We have audited the accompanying statements of net assets available for benefits of the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund (an Indiana benefit plan) as of June 30, 2011 and June 30, 2010, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial status of the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund net assets available for benefits as of June 30, 2011 and June 30, 2010 and changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedules are the responsibility of the Fund's management. The supplemental schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects, in relation to the basic financial statements taken as a whole.

L.M. Henderson & Company, LLP

Certified Public Accountants

November 29, 2011

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Statements of Net Assets Available for Benefits
at June 30, 2011 and June 30, 2010

	<u>June 30,</u> <u>2011</u>	<u>June 30,</u> <u>2010</u>
<u>ASSETS:</u>		
Investments at fair value - Note 3:		
Cash equivalents	\$ 19,698,302	\$ 20,408,605
Mutual funds	226,927,193	113,109,734
Common collective trust fund	50,690,379	50,543,070
Total investments	<u>297,315,874</u>	<u>184,061,409</u>
Receivables:		
Contributions receivable - Note 1	7,191,964	4,836,470
Interest receivable	86,329	78,659
Cash receivable - pending trades and overpayments	368,593	90,872
Total receivables	<u>7,646,886</u>	<u>5,006,001</u>
Other assets:		
Cash accounts	901,684	496,191
Prepaid expenses	57,986	86,135
Total other assets	<u>959,670</u>	<u>582,326</u>
Total assets	<u>305,922,430</u>	<u>189,649,736</u>
<u>LIABILITIES:</u>		
Accounts payable	<u>43,188</u>	<u>34,677</u>
Other payables:		
Reciprocities payable	191,215	114,050
Pending trades payable	29,565	120
Benefits payable	88,217	-
Total other payables	<u>308,997</u>	<u>114,170</u>
Total liabilities	<u>352,185</u>	<u>148,847</u>
<u>NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE</u>	<u>305,570,245</u>	<u>189,500,889</u>
Adjustment from fair value to contract value for interest in common collective trust fund relating to fully benefit-responsive investment contracts	<u>(197,478)</u>	<u>1,084,240</u>
<u>NET ASSETS AVAILABLE FOR BENEFITS - Exhibit B</u>	<u>\$ 305,372,767</u>	<u>\$ 190,585,129</u>

See Notes to Financial Statements.

**INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND**

Statements of Changes in Net Assets Available for Benefits
Years Ended June 30, 2011 and June 30, 2010

	Year Ended	
	June 30, 2011	June 30, 2010
<u>ADDITIONS:</u>		
Investment income:		
Net change in unrealized appreciation of investments - Note 3	\$ 23,118,312	\$ 204,855
Net realized gain on sale of investments - Note 3	9,188,164	9,483,858
	<u>32,306,476</u>	<u>9,688,713</u>
Interest and dividends	3,721,040	2,128,941
	<u>36,027,516</u>	<u>11,817,654</u>
Less: Investment expense	364,104	387,083
Net investment income	<u>35,663,412</u>	<u>11,430,571</u>
Employer contributions - Note 2	35,113,902	22,764,009
Litigation settlement	9,826	77
	<u>35,123,728</u>	<u>22,764,086</u>
Total additions	<u>70,787,140</u>	<u>34,194,657</u>
<u>DEDUCTIONS:</u>		
Benefits paid to participants	<u>17,477,157</u>	<u>7,925,860</u>
Administrative expenses:		
Administrative fees	244,186	271,663
Financial and payroll audit fees	104,056	56,129
Insurance	52,135	12,982
Legal fees	55,006	52,663
Miscellaneous	8,737	68,438
Printing, postage, and supplies	43,661	32,965
Trustee expenses	1,321	1,977
Total administrative expenses	<u>509,102</u>	<u>496,817</u>
Total deductions	<u>17,986,259</u>	<u>8,422,677</u>
<u>NET INCREASE</u>	52,800,881	25,771,980
<u>NET ASSETS AVAILABLE FOR BENEFITS:</u>		
Balance, beginning of year	190,585,129	164,813,149
	<u>243,386,010</u>	<u>190,585,129</u>
Net assets transferred from Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Fund - Note 10	<u>61,986,757</u>	<u>-</u>
Balance, end of year - Exhibit A	<u>\$ 305,372,767</u>	<u>\$ 190,585,129</u>

See Notes to Financial Statements.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Significant accounting policies followed by Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund (Fund) are listed below:

(a) Basis of Accounting

The financial statements are presented using the accrual basis of accounting.

(b) Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

In accordance with the policy of statement investments at fair value, net unrealized appreciation for the year is reflected in the statements of changes in net assets available for benefits.

Fully benefit-responsive investment contracts included in the underlying investments of the ABN AMRO Income Plus Fund, a common collective trust fund in which the Plan holds an interest, is to be presented at fair value. The difference between fair value of this investment and its contract value is presented in a separate adjustment in the Statements of Net Assets Available for Benefits because contract value remains the relevant measurement attribute for that portion of net assets available for benefits attributable to fully benefit-responsive investment contracts.

(c) Contributions Receivable

Contributions from employers are accrued based upon hours worked during the year by covered employees. (Effective January 1, 2010, contributions from the central fund are based on hours paid instead of hours worked.) Contributions receivable represents the total of employer contributions received by the depository after June 30, 2011 and June 30, 2010, which were applicable to the Plan period. This amount does not reflect amounts due from employers who are contractually liable to the Fund but have failed to make contributions, or from employers who have filed inaccurate reports, if any. At June 30, 2011, \$3,659,949 and \$3,532,015 was due from employer contributions and the third party administrator, respectively. At June 30, 2010, \$2,428,132 and \$2,408,338 was due from employer contributions and the third party administrator, respectively.

(d) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Trustees to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(e) Administrative Expenses

Substantially all of the administrative expenses of the Fund are paid by the Fund.

(f) Reclassification

Certain reclassifications were made to the 2010 financial statements in order to conform to the 2011 financial statement presentation.

(g) Subsequent Events

Management has evaluated subsequent events through November 29, 2011 the date that the financial statements were available to be issued.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 2: DESCRIPTION OF THE PLAN:

(a) General

The Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund is a multi-employer plan established pursuant to certain collective bargaining agreements between the Indiana/Kentucky Regional Council of Carpenters and its affiliated Local Unions and the Indiana Construction Association and the employers signatory to the agreements with the Union. The joint-management operated pension trust plan was created for the purpose of receiving and using employer contributions to pay retirement and termination benefits to participants. Its affairs are administered by a Board of Trustees composed of representatives from both the Union and the employers (generally commercial construction contractors).

(b) Profit Sharing

Effective October 1, 2009, the Plan became a profit sharing plan under the Internal Revenue Code Section 401(a).

(c) Funding Policy

The Plan is funded through contributions required by the collective bargaining agreement. The participating employers contribute to the Plan monthly based on the hours worked by participants at the current rates of \$1.41 to \$5.55 and \$1.04 to \$5.20 per hour for Journeymen as of June 30, 2011 and June 30, 2010, respectively. As noted in Note 1(c), effective January 1, 2010, all contributions from the Central fund are based on hours paid instead of hours worked.

(d) Vesting

Participants are fully vested in employer contributions and the earnings upon receipt of contributions received on their behalf. Participants are entitled to receive those contributions and earnings in the event of termination of employment, if there have been no Employer Contributions made for the participant for two plan years, there is less than \$5,000 in the participant's account, and the participant applies to receive the contributions and earnings. There are no mandatory cash out requirements. There is no account balance limitation on lump sum distributions for married participants who have spousal consent. Upon a participant's death, 100% of the participant's account balance will be paid to beneficiaries. Contributions left in the Plan will continue to be invested at the participant's direction and will be used to provide retirement, disability or death benefits.

(e) Participant Accounts

Individual accounts are maintained for each of the Plan's participants to reflect the participant's share of the Plan's income and the employer contributions made on behalf of the participant. Investment gains or losses are allocated on the basis of the ratio a participant's account balance bears to the total account balances of all participants.

(f) Investment Options

Upon enrollment in the Plan, a participant may direct employer contributions in accordance with procedures established by the Plan Administrator. Participants may then invest any portion of their account in specific assets or funds as permitted by the investment procedures.

(g) Plan Termination

The participating groups anticipate and believe that the Plan will continue without interruption but reserve the right to discontinue the Plan. Should the Plan terminate at some future time, its net assets would be available to pay participants the balance in their accounts.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 3: INVESTMENTS:

All investments are held in a single trust account. All investments are available for current as well as future obligations. The following represents the fair value of investments at June 30, 2011 and June 30, 2010.

	<u>June 30, 2011</u>	<u>June 30, 2010</u>
	<u>Fair Value</u>	<u>Fair Value</u>
Cash equivalents	\$ 19,698,302	\$ 20,408,605
Mutual funds:		
Equity	192,842,083	79,749,356
Fixed income	34,085,110	33,360,378
	<u>226,927,193</u>	<u>113,109,734</u>
Common collective trust fund:		
Fixed Income	50,690,379	50,543,070
Total Investments	<u>\$ 297,315,874</u>	<u>\$ 184,061,409</u>

During 2011 and 2010, the Plan's investments held during the year appreciated (depreciated) as follows:

	<u>June 30, 2011</u>	<u>June 30, 2010</u>
Mutual funds:		
Equity	\$ 24,639,646	\$ 302,826
Fixed income	<u>(885,504)</u>	<u>911,313</u>
	23,754,142	1,214,139
Common collective trust fund:		
Fixed income	<u>(635,830)</u>	<u>(1,009,284)</u>
Totals	<u>\$ 23,118,312</u>	<u>\$ 204,855</u>

Unrealized and realized gains and losses are computed differently for ERISA purposes than in the financial statements. Gains and losses for ERISA purposes are to be determined on the "revalued cost" which is the market value of assets at the beginning of the year or historical cost of assets purchased during the year. This differs from generally accepted accounting principles in that gains and losses are computed by comparing historical cost to market value. During the year ended June 30, 2011, unrealized and realized gains for book purposes were \$23,118,312 and \$9,188,164, respectively. For ERISA purposes, unrealized and realized gains (losses) were \$33,643,376 and (\$1,336,900), respectively. During the year ended June 30, 2010, unrealized and realized gains for book purposes were \$204,855 and \$9,483,858, respectively. For ERISA purposes, unrealized and realized gains were \$204,855 and \$9,483,858, respectively.

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	<u>June 30, 2011</u>	<u>June 30, 2010</u>
Vanguard Target Retirement 2015 Fund	\$ 43,391,052	\$ 18,337,330
Vanguard Target Retirement 2025 Fund	15,268,694	-
Vanguard Target Retirement 2030 Fund	16,144,691	-
Pimco Funds Total Return	34,085,110	33,360,378
Marshall Prime Money Market*	19,698,302	20,408,605
ABN AMRO Income Plus Fund (at contract value)	<u>50,492,901</u>	<u>51,627,310</u>
Totals	<u>\$ 179,080,750</u>	<u>\$ 123,733,623</u>

* Denotes party-in-interest.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 4: CONCENTRATION OF CREDIT RISK:

At certain times during the year, the Fund maintained cash deposits in excess of the Federal Deposit Insurance Corporation (FDIC) insured limit of \$250,000. Also, the Plan maintains accounts with a stock brokerage firm which contains cash and securities. Balances are protected up to \$500,000 (with a limit of \$250,000 for cash) by the Securities Investor Protection Corporation (SIPC). The FDIC and SIPC limits apply to each participant of the Plan. This coverage does not protect against losses from the rise or fall in market value adjustments.

Note 5: FAIR VALUE MEASUREMENTS:

Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) 820-10 (Fair Value Measurements), establishes a framework for measuring fair value. The 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 at the measurement date.

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 assets or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation of other means.

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

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

The asset 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.

Following is a description of the valuation methodology used for assets measured at fair value. Transfers between levels of the fair value hierarchy are deemed to have occurred at the beginning of the reporting period. There have been no changes in the fair value methodology used at June 30, 2011 and June 30, 2010, with the exception of the common collective trust fund. The common collective trust fund, with a fair value of \$50,543,070 as of June 30, 2010, was transferred from Level 3 to Level 2 because they are valued at June 30, 2011 based on quoted prices for identical or similar assets in non-active markets (Level 2). The common collective trust fund was valued in the prior year based on non-observable inputs (Level 3).

Mutual funds and cash equivalents: Valued at the closing price reported in the active market in which the individual security is traded, or valued at the net asset value of the shares held by the plan at year-end.

Common collective trust fund: Valued at Accumulated Net Asset Value (NAV) of underlying investments of participant units held by the Plan as of the last trading day of the period, as reported by the managers of the trust.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 5: FAIR VALUE MEASUREMENTS (continued):

The preceding method 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 table sets forth by level, within the fair value hierarchy, the Fund's assets at fair value as of June 30, 2011 and June 30, 2010:

Assets at Fair Value as of June 30, 2011

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total Fair Value</u>
Cash equivalents	\$ 19,698,302	\$ -	\$ -	\$ 19,698,302
Mutual funds:				
Equity	192,842,083	-	-	192,842,083
Fixed income	34,085,110	-	-	34,085,110
Common collective trust fund	-	50,690,379	-	50,690,379
	<u>\$ 246,625,495</u>	<u>\$ 50,690,379</u>	<u>\$ -</u>	<u>\$ 297,315,874</u>

Assets at Fair Value as of June 30, 2010

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total Fair Value</u>
Money market	\$ 20,408,605	\$ -	\$ -	\$ 20,408,605
Mutual funds:				
Equity	79,749,356	-	-	79,749,356
Fixed income	33,360,378	-	-	33,630,378
Common collective trust fund	-	-	50,543,070	50,543,070
	<u>\$ 133,518,339</u>	<u>\$ -</u>	<u>\$ 50,543,070</u>	<u>\$ 184,061,409</u>

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended June 30, 2011 and June 30, 2010:

<u>Level 3 Asset - Common collective trust fund</u>	<u>June 30, 2011</u>	<u>June 30, 2010</u>
Balance, beginning of year	\$ 50,543,070	\$ 29,063,930
Purchases	-	26,323,503
Sales	-	(5,259,056)
Change in unrealized appreciation	-	414,693
Transfers out of Level 3 (a)	(50,543,070)	-
Balance, end of year	<u>\$ -</u>	<u>\$ 50,543,070</u>

(a) The Fund's policy is to recognize Level 3 transfers as of the beginning of the reporting period. The transfer from Level 3 to Level 2 was due to a greater reliance on observable inputs.

The change in unrealized appreciation presented in the table above is attributable to investments in securities still held at June 30, 2010.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 6: COMMON COLLECTIVE TRUST FUND:

The Plan is invested in the ABN AMRO Income Plus Fund ("Income Plus Fund"), a sub-fund of the ABN AMRO Pooled Trust Fund for Employee Benefit Plans, (common collective trust fund). The fund seeks to obtain competitive fixed income returns in different interest rate environments. The fund has been developed to preserve principal, maximize income and provide a high degree of liquidity without sacrificing credit quality. The Income Plus Fund is invested and reinvested primarily in guaranteed investment contracts (GICs), money market funds, money market instruments, repurchase agreements, private placements, bank investment contracts, and synthetic GICs. In a traditional GIC, the Income Plus Fund enters into a contract with an issuer (typically a bank or life insurance company), which provides for a stated rate of interest and a fixed maturity. In a synthetic GIC structure, the Income Plus Fund owns fixed-income investments and enters into a wrap contract from high-quality insurance companies, banks, or other financial services companies that serve to substantially offset the price fluctuations in the underlying investments caused by movements in interest rates. Each wrap contract obligates the wrap provider to maintain the "contract value" of the underlying investments. The contract value is generally equal to the principal amounts invested in the underlying investments, plus interest accrued at a crediting rate established under the contract, less any adjustments for withdrawals (as specified in the wrap agreement).

In general, if the contract value of the wrap agreement exceeds the market value of the underlying investments (including accrued interest), the wrap provider becomes obligated to pay that difference to the Income Plus Fund in the event that shareholder redemptions result in partial or total contract liquidation. In the event that there are partial shareholder redemptions that would otherwise cause the contract's crediting rate to fall below zero percent, the wrap provider is obligated to contribute to the Income Plus Fund an amount necessary to maintain the contract's crediting rate to at least zero percent. The circumstances under which payments are made and the timing of payments between the Fund and the wrap provider may vary based on the terms of the wrap contract.

The market value yield to investment and crediting interest rates were approximately 2.60% and 2.19% for the year ended June 30, 2011, and 2.85% and 2.37% for the year ended June 30, 2010. The crediting interest rate is based on a formula agreed upon with the issuer. Such interest rates are adjusted on a daily basis.

In certain circumstances, the amount withdrawn from the wrap contract would be payable at fair value rather than at contract value. These events include premature termination of the contract by the Plan, termination of the plan, or a material adverse change to the provisions of the Plan. At this time, the Plan Administrator believes the occurrence of such events that would limit the Plan's ability to transact at contract value with the Plan participants is not probable.

The net asset value of the Income Plus Fund's share classes is determined on a daily basis. Units can be issued and redeemed on any business day at that day's unit value. All earnings, expenses, and gains and losses of the Income Plus Fund are reflected in the calculation of the daily unit value. Although it is intended to permit daily withdrawals, some of the assets of the Income Plus Fund, especially investment contracts, may require an adjustment in the value of the investment if a withdrawal is made. In any event, the withdrawal may be deferred over such period of time, not to exceed one year, as may be deemed necessary for fair and orderly management of the Income Plus Fund.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 7: PARTY-IN-INTEREST TRANSACTIONS:

There were no loans or fixed income obligations in default or uncollectible, nor were there leases in default or classified as uncollectible. There were no non-exempt prohibited transactions with parties-in-interest for the years ended June 30, 2011 and June 30, 2010, respectively.

The following transactions with fiduciaries and service providers qualify as exempt party-in-interest transactions:

<u>Party-in-Interest</u>	<u>Amount Incurred</u>		<u>Purpose</u>
	<u>June 30, 2011</u>	<u>June 30, 2010</u>	
Advisory Research	\$ 2,420	\$ -	Investment fees
Cotton & Allen	29,500	-	Audit and tax preparation fees
Dean Dorton Allen Ford	975	-	Consulting fees
Fillenwarth Dennerline Groth & Towe	26,837	27,824	Legal fees
Frank Hestand, CPA	1,000	-	Payroll audit fees
HealthSCOPE Benefits	-	77,351	Administrative fees
L.M. Henderson & Company, LLP	27,770	25,800	Audit, tax, payroll audit fees
Legacy Professionals LLP	-	18,900	Audit and tax preparation fees
LSV Asset Management	5,497	6,132	Investment advisory fees
Marquette Associates	95,000	119,394	Investment advisory fees
Marshall & Isley Trust Company	242,378	121,355	Custodian fees
Merrill Lynch	60	-	Investment fees
Nyhart Consulting, LLC	-	12,500	Investment advisory fees
Paul Berkowitz and Associates, LTD	14,237	24,839	Legal fees
Planworks	-	700	Administrative fees
P.N.C. Bank - Kentucky	2,090	-	Investment fees
S.C. Miller & Co., Inc.	-	55,620	Administrative fees
S.C. Miller & Co., Inc.	44,811	11,429	Payroll audit fees
Sales, Tillman, Wallbaum, Catlett & Satterley	13,932	-	Legal fees
Segall Bryant & Hamill	-	23,885	Investment fees
Victory Capital Management	16,659	-	Investment advisory fees
Wachovia Bank	-	103,631	Investment fees
Zenith Administrators	244,186	137,992	Administrative fees

<u>Party-in-Interest</u>	<u>June 30, 2011</u>	<u>June 30, 2010</u>
Dean Dorton Allen Ford	\$ 975	\$ -
Fillenwarth Dennerline Groth & Towe	5,296	9,249
Frank Hestand, CPA	1,000	-
Paul Berkowitz and Associates, LTD	4,409	1,669
S.C. Miller & Co., Inc.	11,291	10,049
Sales, Tillman, Wallbaum, Catlett & Satterley	683	-
Zenith Administrators	19,538	14,755

Note 8: TAX STATUS:

The Internal Revenue Service has determined that the Trust constitutes a qualified trust under Sections 401(a)(4) and 410(b) of the Internal Revenue Code and is, therefore, exempt from Federal income taxes under provisions of Section 501(c)(9). The Plan obtained its latest determination letter on August 26, 2003 in which the Internal Revenue Service stated that the Plan was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 8: TAX STATUS (continued):

Accounting principles generally accepted in the United States of America require fund management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain tax 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 Fund, and has concluded that as of June 30, 2011 and June 30, 2010, 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 Fund is subject to routine audits by taxing jurisdictions. There is currently one audit in progress. The Fund administrator believes it is no longer subject to tax examinations for fiscal years prior to June 30, 2008.

Note 9: RISKS AND UNCERTAINTIES:

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

Note 10: PLAN MERGER:

Effective July 1, 2010 the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund merged into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund. The transferred net assets have been recognized in the accounts of the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund as of July 1, 2010 at the balances as previously carried in the accounts of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund. The changes in net assets of the combined funds are included in the accompanying Statements of Changes in Net Assets Available for Benefits from July 1, 2010. The total net assets transferred into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund consisted of the following:

<u>Net assets available for benefits:</u>	<u>Amount</u>
Investments at fair value	\$ 47,153,594
Receivables	553,402
Prepaid expenses	633
Cash	14,358,047
Accounts payable	(78,919)
Total	<u>\$ 61,986,757</u>

Note 11: SUBSEQUENT EVENT:

Effective October 1, 2011, the name of the Plan was changed to the Indiana/Kentucky/Ohio Regional Council of Carpenters Defined Contribution Pension Trust Fund.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Supplementary Information
For the Years Ended June 30, 2011
and June 30, 2010

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND**EIN 35-1833932 PN 001**1. **SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT JUNE 30, 2011:**Schedule H, line 4i

<u>Issuer/Description</u>	<u>Cost</u>	<u>Current Value</u>
<u>CASH EQUIVALENTS:</u>		
Marshall Prime Money Market*	**	\$ 19,698,302
<u>MUTUAL FUNDS:</u>		
Aston River Road Small Cap Value Fund	**	8,630,723
FMI Large Cap Fund	**	11,612,552
Goldman Sachs Strategic Growth Fund	**	11,728,535
Managers AMG Fund	**	9,492,625
Marshall Small Cap Growth Fund	**	6,334,048
Pimco Funds Total Return	**	34,085,110
Vanguard 500 Index Fund	**	5,152,502
Vanguard Target Retirement 2010 Fund	**	4,436,627
Vanguard Target Retirement 2015 Fund	**	43,391,052
Vanguard Target Retirement 2020 Fund	**	15,073,637
Vanguard Target Retirement 2025 Fund	**	15,268,694
Vanguard Target Retirement 2030 Fund	**	16,144,691
Vanguard Target Retirement 2035 Fund	**	14,238,178
Vanguard Target Retirement 2040 Fund	**	12,110,316
Vanguard Target Retirement 2045 Fund	**	9,583,483
Vanguard Target Retirement 2050 Fund	**	7,156,360
Vanguard Target Retirement Income Fund	**	2,488,060
Total mutual funds		<u>226,927,193</u>
<u>COMMON COLLECTIVE TRUST FUND:</u>		
ABN AMRO Income Plus Fund	**	<u>50,690,379</u>
Total assets held for investment purposes		<u>\$ 297,315,874</u>

* Denotes party-in-interest.

** Cost information is not required for participant-directed investments.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND**EIN 35-1833932 PN 001**1. **SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT JUNE 30, 2010:**
Schedule H, line 4i

<u>Issuer/Description</u>	<u>Cost</u>	<u>Current Value</u>
<u>CASH EQUIVALENTS:</u>		
Marshall Prime Money Market*	**	\$ 20,408,605
<u>MUTUAL FUNDS:</u>		
Aston River Road Small Cap Value Fund	**	6,978,440
FMI Large Cap Fund	**	8,469,172
Goldman Sachs Strategic Growth Fund	**	9,115,885
Managers AMG Fund	**	6,813,317
Marshall Small Cap Growth Fund	**	3,368,961
Pimco Funds Total Return	**	33,360,378
Vanguard 500 Index Fund	**	3,199,714
Vanguard Target Retirement 2010 Fund	**	1,402,555
Vanguard Target Retirement 2015 Fund	**	18,337,330
Vanguard Target Retirement 2020 Fund	**	1,542,090
Vanguard Target Retirement 2025 Fund	**	3,162,513
Vanguard Target Retirement 2030 Fund	**	3,066,984
Vanguard Target Retirement 2035 Fund	**	3,252,989
Vanguard Target Retirement 2040 Fund	**	3,607,955
Vanguard Target Retirement 2045 Fund	**	3,908,757
Vanguard Target Retirement 2050 Fund	**	3,263,940
Vanguard Target Retirement Income Fund	**	258,754
Total mutual funds		<u>113,109,734</u>
<u>COMMON COLLECTIVE TRUST FUND:</u>		
ABN AMRO Income Plus Fund	**	<u>50,543,070</u>
Total assets held for investment purposes		<u>\$ 184,061,409</u>

* Denotes party-in-interest.

** Cost information is not required for participant-directed investments.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

EIN 35-1833932 PN 001

2. **INVESTMENTS IN LOANS AND FIXED INCOME OBLIGATIONS IN DEFAULT OR CLASSIFIED AS UNCOLLECTIBLE:**

The Fund had no investments in loans or fixed income obligations in default or classified as uncollectible at June 30, 2011.

3. **LEASES IN DEFAULT OR CLASSIFIED DURING THE PERIOD AS UNCOLLECTIBLE:**

There were no leases in default or classified as uncollectible during the plan period ended June 30, 2011.

4. **REPORTABLE TRANSACTIONS:**

During the year ended June 30, 2011, there were no transactions required to be reported.

5. **TRANSACTIONS WITH PARTIES-IN-INTEREST:**

There were no non-exempt prohibited transactions with parties-in-interest for the year ended June 30, 2011.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

EIN 35-1833932 PN 001

2. INVESTMENTS IN LOANS AND FIXED INCOME OBLIGATIONS IN DEFAULT OR CLASSIFIED AS UNCOLLECTIBLE:

The Fund had no investments in loans or fixed income obligations in default or classified as uncollectible at June 30, 2010.

3. LEASES IN DEFAULT OR CLASSIFIED DURING THE YEAR AS UNCOLLECTIBLE:

There were no leases in default or classified as uncollectible during the plan period ended June 30, 2010.

4. REPORTABLE TRANSACTIONS:

Category (i) - Individual transactions which exceed 5% of the current value of Plan assets at June 30, 2010*:

<u>Issuer/Description</u>	<u>Purchase Price</u>	<u>Selling Price</u>	<u>Cost of Asset</u>	<u>Current Value on Transaction Date</u>	<u>Net Gain (Loss)</u>
ABN AMRO Income Plus Fund CL D	\$ 21,915,540	\$ -	\$ 21,915,540	\$ 21,915,540	\$ -
Allegiant FDS Balanced	-	9,154,473	8,750,573	9,154,473	403,900
Allegiant Govt Money Market Fund	-	15,898,297	15,837,494	15,898,297	60,803
Marshall Prime Money Market**	22,730,459	-	22,730,459	22,730,459	-
Pimco Total Return Fund	31,238,197	-	31,238,197	31,238,197	-
Stable Value Fund	-	21,972,185	21,972,185	21,972,185	-
Vanguard Target Retirement 2015 Fund	13,390,829	-	13,390,829	13,390,829	-

* There were no category (ii), (iii), or (iv) reportable transactions during the year ended June 30, 2010.

** Denotes party-in-interest.

5. TRANSACTIONS WITH PARTIES-IN-INTEREST:

There were no non-exempt prohibited transactions with parties-in-interest for the year ended June 30, 2010.

INDIANA/KENTUCKY REGIONAL COUNCIL OF CARPENTERS
DEFINED CONTRIBUTION PENSION TRUST FUND

Notes to Financial Statements
June 30, 2011 and June 30, 2010

Note 8: TAX STATUS (continued):

Accounting principles generally accepted in the United States of America require fund management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain tax 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 Fund, and has concluded that as of June 30, 2011 and June 30, 2010, 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 Fund is subject to routine audits by taxing jurisdictions. There is currently one audit in progress. The Fund administrator believes it is no longer subject to tax examinations for fiscal years prior to June 30, 2008.

Note 9: RISKS AND UNCERTAINTIES:

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

Note 10: PLAN MERGER:

Effective July 1, 2010 the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund merged into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund. The transferred net assets have been recognized in the accounts of the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund as of July 1, 2010 at the balances as previously carried in the accounts of the Kentucky State District Council of Carpenters and Millwrights Retirement Annuity Trust Fund. The changes in net assets of the combined funds are included in the accompanying Statements of Changes in Net Assets Available for Benefits from July 1, 2010. The total net assets transferred into the Indiana/Kentucky Regional Council of Carpenters Defined Contribution Pension Trust Fund consisted of the following:

<u>Net assets available for benefits:</u>	<u>Amount</u>
Investments at fair value	\$ 47,153,594
Receivables	553,402
Prepaid expenses	633
Cash	14,358,047
Accounts payable	(78,919)
Total	<u>\$ 61,986,757</u>

Note 11: SUBSEQUENT EVENT:

Effective October 1, 2011, the name of the Plan was changed to the Indiana/Kentucky/Ohio Regional Council of Carpenters Defined Contribution Pension Trust Fund.