

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>YONKERS INDUSTRIES, INC 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1987</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1987</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>YONKERS INDUSTRIES, INC</u> <u>2000 REGENCY PARKWAY</u> <u>SUITE 300</u> <u>CARY, NC 27518</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>76-0199067</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>919-469-9903</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>541600</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>76-0199067</u>	2c Sponsor's telephone number <u>919-469-9903</u>	2d Business code (see instructions) <u>541600</u>	
2b Employer Identification Number (EIN) <u>76-0199067</u>					
2c Sponsor's telephone number <u>919-469-9903</u>					
2d Business code (see instructions) <u>541600</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>09/17/2013</u> Date	<u>RANDY HEFNER</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
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		5 156
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	106
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	39
d Subtotal. Add lines 6a , 6b , and 6c	6d	145
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	145
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	130
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	8
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

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

A Name of plan <u>YONKERS INDUSTRIES, INC 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>YONKERS INDUSTRIES, INC</u>	D Employer Identification Number (EIN) <u>76-0199067</u>

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
MERRILL LYNCH,PIERCE,FENNER & SMITH

13-5674085

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

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

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

ASCENSUS

11-3665754

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 99 60 50 64	RECORD KEEPER	3074	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

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

MCMILLAN PATE & COMPANY LLP

56-1945391

(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 50	AUDITOR	12100	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ASCENSUS	15 60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MERRILL LYNCH,PIERCE,FENNER & SMITH 13-5674085	SEE THE ATTACHED FORMULA DESCRIPTION REPORT LISTING THE FORMULAS FOR SUB-TA REVENUE BY FUND.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <hr/> 2012 <hr/> This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>YONKERS INDUSTRIES, INC 401(K) PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>YONKERS INDUSTRIES, INC</u>	D Employer Identification Number (EIN) <u>76-0199067</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: CAP PRESERVATION TRUST

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

c EIN-PN <u>22-2712853-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>917233</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>YONKERS INDUSTRIES, INC 401(K) PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>YONKERS INDUSTRIES, INC</u>	D Employer Identification Number (EIN) <u>76-0199067</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2	30
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)	776148	917233
	(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)	5720515	6745316
	(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	6496665	7662579

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	6496665	7662579
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	190088	
(B) Participants	2a(1)(B)	757123	
(C) Others (including rollovers)	2a(1)(C)	23335	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		970546
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	174745	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		174745
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		9332
(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)		572909
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		1727532

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	532283	
(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)		532283
f Corrective distributions (see instructions)	2f		11815
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	17520	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		17520
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		561618

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1165914
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MCMILLAN PATE & COMPANY, LLP

(2) EIN: 56-1945391

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

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

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>YONKERS INDUSTRIES, INC 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>YONKERS INDUSTRIES, INC</u>	D Employer Identification Number (EIN) <u>76-0199067</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>45-0404698</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Yonkers Industries, Inc. 401(k) Plan

Report on Audit of Financial Statements
for the year ended December 31, 2012

McMillan Pate & Company LLP

Certified Public Accountants
615 OBERLIN ROAD, SUITE 200
RALEIGH, NC 27605

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J. MICAH PATE, III
ANGELA W. BANASK
THOMAS M. DOHERTY
BRIAN T. BENNETT

JAMES L. McMILLAN, JR.

INDEPENDENT AUDITORS' REPORT

Plan Administrators and Participants
Yonkers Industries, Inc. 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Yonkers Industries, Inc. 401(k) Plan, which comprise the statements of net assets available for plan benefits – modified cash basis as of December 31, 2012 and 2011, and the related statement of changes in net assets available for plan benefits – modified cash basis for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Plan management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Ascensus, the recordkeeper of the Plan, as agent for Frontier Trust Company, trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the agent for the trustee as of December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the Plan administrator by the agent for the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule H, line 4i – schedule of assets (held at end of year) as of December 31, 2012 and the supplemental schedule H, line 4j – schedule of reportable transactions for the year ended December 31, 2012, which are the responsibility of plan management, are presented for the purpose of additional analysis and are not a required part of the financial statements but are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedules referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedules were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

McMillan Pate & Company LLP

September 11, 2013

YONKERS INDUSTRIES, INC. 401(K) PLAN
Statements of Net Assets Available for Plan Benefits - Modified Cash Basis
December 31, 2012 and 2011

<u>Assets</u>	<u>2012</u>	<u>2011</u>
Investments:		
Cash and cash equivalents	\$ 30	\$ 2
Common collective trust fund (at fair value)	933,377	793,018
Mutual funds (at fair value)	<u>6,745,316</u>	<u>5,720,515</u>
Net assets available for plan benefits at fair value	<u>7,678,723</u>	<u>6,513,535</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(16,144)</u>	<u>(16,870)</u>
Net assets available for plan benefits	\$ <u><u>7,662,579</u></u>	\$ <u><u>6,496,665</u></u>

The accompanying notes are an integral
part of the financial statements.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Statement of Changes in Net Assets Available for Plan Benefits - Modified Cash Basis
for the year ended December 31, 2012

Additions to net assets attributed to:

Contributions:

Employer contributions	\$ 190,088
Employee contributions - elective deferrals	757,123
Rollover contributions	<u>23,335</u>
	<u>970,546</u>

Investment income:

Common collective trust fund dividends	9,332
Mutual funds dividends	174,745
Mutual funds net realized gains	179,193
Mutual funds net appreciation in fair value of investments	<u>393,716</u>
	<u>756,986</u>

Total additions	<u>1,727,532</u>
-----------------	------------------

Deductions from net assets attributed to:

Benefit payments	532,283
Corrective distributions	11,815
Administrative expenses	<u>17,520</u>

Total deductions	<u>561,618</u>
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Increase in net assets	1,165,914
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Net assets available for plan benefits at beginning of year	<u>6,496,665</u>
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Net assets available for plan benefits at end of year	\$ <u><u>7,662,579</u></u>
---	----------------------------

The accompanying notes are an integral
part of the financial statements.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

1. DESCRIPTION OF PLAN

The following description of the Yonkers Industries, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

- a. General - The Plan is a defined contribution plan established January 1, 1987. The Plan is designed to conform to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All employees of Yonkers Industries, Inc. (the "Company" and "Plan Sponsor") who are 20 years of age and have completed three months of service are eligible to participate in the Plan.

Effective December 31, 2012, all of the outstanding shares of stock of Yonkers Industries, Inc. were acquired by Foster Wheeler AG.

- b. Contributions - Each year, participants may contribute from 1% to 50% of their pretax annual compensation, as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined contribution plans. Participants may contribute after tax dollars known as Roth 401(k) deferrals. The Company may make a discretionary profit sharing contribution to the Plan. All participants who have completed 1,000 hours of service and are employed on the last day of the plan year unless terminated during the year due to disability, death or attainment of normal retirement age share in this contribution. Effective July 11, 2011, the Company elected to make a discretionary matching contribution of one-half of the first 6% of eligible compensation deferred upon. Participants direct the investment of all contributions made on their behalf into various investment options offered by the Plan. The Plan currently offers one common collective trust fund and various mutual funds as investment options for participants. Contributions are subject to annual limits established by the Internal Revenue Service.
- c. Participant accounts - Each participant's account is credited with (1) participant's contribution, and (2) allocations of (a) Plan earnings, (b) administrative expenses and (c) employer discretionary contribution. Allocations are based on participant's plan compensation or participant account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.
- d. Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting of the Company's contribution portion of their accounts is based on the following schedule:

Prior to December 1, 2007:

<u>Years of Service</u>	<u>Vesting Percentage</u>
Less than two	0%
2	20%
3	40%
4	60%
5	80%
Six or more	100%

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

1. DESCRIPTION OF PLAN (Continued)

d. Vesting (continued):

Effective December 1, 2007:	
<u>Years of Service</u>	<u>Vesting Percentage</u>
Less than one	0%
1	20%
2	40%
3	60%
4	80%
Five or more	100%

Participants will automatically become 100% vested upon attainment of normal retirement age (65) or retirement due to disability or death.

- e. Payment of benefits - Upon termination of service due to death, disability, or retirement, a participant or their beneficiary may elect to receive either a lump sum amount or a partial payment of the vested portion of the value of the funds credited to the participant's account.
- f. Forfeited accounts - At December 31, 2012 and 2011 forfeited non-vested accounts totaled \$2,404 and \$62,377, respectively. These accounts will be used to reduce future employer contributions or pay plan expenses. In 2012, plan expenses of \$16,196 were paid out of forfeited non-vested accounts and \$62,406 of forfeited non-vested accounts were used to reduce employer contributions.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounting records of the Plan are maintained by the trustee on the modified cash basis. Under this basis, additions to the Plan's assets are recognized when collected rather than when earned and deductions are recognized when paid rather than when incurred.

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

3. PLAN ADMINISTRATIVE COMMITTEE INFORMATION

The plan administrative committee consists of Terry Costello, Randy Hefner and Danielle Bryant, employees and/or officers of the Company in consultation with James T. Yonkers, Chairman and CEO. They have designated the trustee, Frontier Trust Company to hold the Plan's invested assets and to execute investment transactions.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

4. TRUSTEE AGREEMENT

The appointed trustee of the Plan's assets is Frontier Trust Company. The trustee has been given the authority and power to purchase and sell securities and other investments at their discretion. The trustee agreement provides for benefit payments to be made from the Plan by the trustee upon the direction and request of the plan administrator.

5. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Ascensus, the recordkeeper, as agent for Frontier Trust Company, the trustee of the Plan, except for comparing such information certified by the trustee to information included in the Plan's financial statements and supplemental schedules:

	<u>2012</u>		<u>2011</u>
Cash and cash equivalents	\$ 30	\$	2
Common collective trust fund*	917,233		776,148
Mutual funds	6,745,316		5,720,515
Investment income (loss)	756,986		N/A

* stated at contract value

6. INVESTMENTS

The following presents investments that represent 5 percent or more of the Plan's net assets at December 31:

	<u>2012</u>		<u>2011</u>
Federated Capital Preservation Fund CL SP, 91,723 and 77,615 shares, respectively	\$ 917,233	\$	776,148
BlackRock Equity Dividend Fund A, 39,556 and 36,347 shares, respectively	786,774		659,711
Delaware Diversified Fund A, 73,758 and 59,575 shares, respectively	689,644		545,710
BlackRock Global Allocation Fund A, 30,250 and 28,475 shares, respectively	597,133		517,108
Thornburg International Value Fund R4, 21,318 and 18,995 shares, respectively	582,615		454,915
JPMorgan Large Cap Growth Fund A, 20,112 shares	482,285		N/A
PIMCO Total Return Fund A, 39,517 and 30,121 shares, respectively	444,166		327,406
Allianz NFJ Small Cap Value Fund A, 15,539 and 17,161 shares, respectively	441,787		477,394
American Funds Growth Fund of America R3, 14,284 shares	N/A		404,645
PIMCO Low Duration Fund A, 32,313 shares	N/A		332,504
Ivy Mid Cap Growth Fund Y, 19,325 shares	N/A		327,378

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

6. INVESTMENTS (Continued)

During 2012, the Plan's mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by \$572,909.

7. FAIR VALUE MEASUREMENTS

The Plan follows FASB ASC 820, *Fair Value Measurements*, which defines fair value as the price that would be received from selling an asset in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets required to be recorded at fair value, the Plan considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance.

FASB ASC 820 also establishes a fair value hierarchy that requires the Plan to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The categorization of each investment type within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. FASB ASC 820 establishes three levels of inputs that may be used to measure fair value: Level 1: Quoted prices in active markets for identical assets or liabilities at the measurement date; Level 2: Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices in active market for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; or Level 3: Unobservable inputs that are supported by little or no market activity and that reflect the Plan's own assumptions about market participants and prices.

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

Mutual funds

Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Collective trust fund

Valued at the net asset value (NAV) of units of a collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. 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 December 31, 2012 and 2011, respectively:

	Fair Value Measurement at Reporting Date Using			
	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
<u>December 31, 2012</u>				
Mutual funds:				
Bond	\$ 1,396,965	\$ 1,396,965	\$ -	\$ -
Value	1,228,561	1,228,561	-	-
International	1,057,096	1,057,096	-	-
Mid-Cap Equity	659,412	659,412	-	-
Asset Allocation	597,133	597,133	-	-
Growth	449,404	449,404	-	-
Large-Cap Equity	874,599	874,599	-	-
Precious Metals	283,369	283,369	-	-
Small-Cap Equity	135,633	135,633	-	-
Growth & Income	63,144	63,144	-	-
Common Collective				
Trust	<u>933,377</u>	<u>-</u>	<u>-</u>	<u>933,377</u>
Total assets	\$ <u><u>7,678,693</u></u>	\$ <u><u>6,745,316</u></u>	\$ <u><u>-</u></u>	\$ <u><u>933,377</u></u>
<u>December 31, 2011</u>				
Mutual funds:				
Bond	\$ 1,214,938	\$ 1,214,938	\$ -	\$ -
Value	1,137,105	1,137,105	-	-
International	756,799	756,799	-	-
Mid-Cap Equity	574,768	574,768	-	-
Asset Allocation	517,108	517,108	-	-
Growth	502,979	502,979	-	-
Large-Cap Equity	404,645	404,645	-	-
Equity	259,716	259,716	-	-
Precious Metals	189,538	189,538	-	-
Growth & Income	162,919	162,919	-	-
Common Collective				
Trust	<u>793,018</u>	<u>-</u>	<u>-</u>	<u>793,018</u>
Total assets	\$ <u><u>6,513,533</u></u>	\$ <u><u>5,720,515</u></u>	\$ <u><u>-</u></u>	\$ <u><u>793,018</u></u>

There have been no changes in valuation techniques and related inputs.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. FAIR VALUE MEASUREMENTS (Continued)

Summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2012:

	<u>Common Collective Trust</u>
Balance as of January 01, 2012	\$ 793,018
Investment income	9,332
Change in adjustment from fair value to contract value for fully benefit-responsive investment contracts	(726)
Purchases	545,571
Settlements	<u>(413,818)</u>
Balance as of December 31, 2012	\$ <u>933,377</u>

The Plan considers Federated Capital Preservation Fund, a Common Collective Trust, a level 3 asset although its underlying investments are considered level 2 assets by the fund's management. This is due to the complex nature of the underlying investments found within the fund, including; traditional guaranteed investment contracts (GIC's), separate account GIC's, synthetic GIC's, wrap contracts and mutual funds. The fair value of traditional GIC's is determined based on the present value of the contract's expected cash flows, discounted by current market interest rates for like-duration and like-quality investments. The fair value of separate account GIC's and synthetic GIC's is determined based on the fair value of the securities underlying each GIC. The underlying securities can be comprised of, primarily, over-the-counter market securities and open-end mutual funds. Over-the-counter securities, such as fixed-income instruments, with remaining maturities greater than 90 days are fair valued using price evaluations provided by a pricing service. In addition, the fair value of the wrap contract is calculated using the contract value of the GIC as of the balance sheet date, giving consideration to any contractually agreed-upon replacement fees charged by the wrap contract provider. No unobservable inputs internally developed by the Plan have been applied to this investment, thus no quantitative information about the valuation techniques of significant unobservable inputs have been disclosed.

Fair Value of Investment in Entities that use Net Asset Value

The Following table summarizes investments measured at fair value based on net asset value (NAVs) per share as of December 31, 2012 and 2011, respectively.

<u>December 31, 2012</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust (a)	\$ 933,377	N/A	Daily	Daily-12 Month (b)
<u>December 31, 2011</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust (a)	\$ 793,018	N/A	Daily	Daily-12 Month (b)

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. FAIR VALUE MEASUREMENTS (Continued)

Fair Value of Investment in Entities that use Net Asset Value (Continued)

(a) – The objective of this investment is to pursue stability of principal while earning current income.

(b) – Daily Withdrawals: Benefit payments, payment of participant loans, payment of trustee fees, participant-directed exchanges to non-competing investments

90-Day Notice Withdrawals: Participant-directed transfers to competing investments (including: money market funds, stable value funds, any investment that maintains 80% of its assets in fixed income securities with an average duration of 3 years or less).

12-Month Notice Withdrawals: Withdrawals for any purpose other than those noted above, including any withdrawals resulting from any employer-initiated event (including: sale or merger of the plan sponsor or a partial plan termination).

8. RELATED PARTY TRANSACTIONS

Certain Plan investments are held in an interest bearing account managed by Frontier Trust Company, the trustee of the Plan's assets and therefore, these transactions qualify as party-in-interest transactions.

During 2012, recordkeeping fees of \$3,074 were paid to Ascensus, Inc., the Plan recordkeeper. In addition, eligible indirect compensation of \$52,916 was paid to Merrill Lynch, Pierce, Fenner & Smith, the Plan's investment advisor, for shareholder servicing fees, subtransfer agency fees, and distribution fees.

During 2012, the Plan paid accounting fees of \$12,100 to McMillan Pate & Company LLP for audit and consulting services for the Plan.

During 2012, the Plan paid legal fees of \$2,346 to Poyner & Spruill for legal fees related to the Plan's operations.

9. PLAN TERMINATION

Although the Company intends to continue the Plan, it reserves the right to amend or terminate the Plan at any time. In the event of Plan termination, participants will become 100% vested in their employer contributions.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

10. TAX STATUS

The Plan follows the provisions of FASB ASC 740-10 *Accounting for Uncertainty in Income Taxes*. FASB ASC 740-10 prescribes a comprehensive model for how the Plan should measure, recognize, present, and disclose in its financial statements uncertain tax positions that the Plan has taken or expects to take on a tax return. The Plan is no longer subject to U.S. Department of Labor and Internal Revenue Service examinations for years before 2009.

The Plan obtained its latest determination letter on March 31, 2008, 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 and restated 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.

11. 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 investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for plan benefits.

12. SUBSEQUENT EVENTS

In 2012 the Plan administrator discovered that compensation used in the calculation of the employee deferral and related matching contribution was inadvertently changed during the implementation of the discretionary employer matching contribution in July 2011. Management made a qualified non-elective contribution in the amount of \$13,870 to the Plan in 2013.

The Plan has evaluated events and transactions that occurred between December 31, 2012 and September 11, 2013 which is the date the financial statements were available to be issued, for possible recognition or disclosure in the financial statements. Except as stated above, no events have occurred subsequent to year-end meeting the above criteria.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Schedule H, line 4i-Schedule of Assets (Held at End of Year)
December 31, 2012
Employer Identification Number: 76-0199067
Plan Number: 001

(a)	(b)	(c)	(e)
Identity of issue, borrower	Description of investment including	Contract/	
lessor, or similar party	maturity date, rate of interest, collateral, par, or maturity value	Current Value	
Federated	Federated Capital Preservation Fund CL SP, 90,061 shares	\$	900,606
BlackRock	BlackRock Global Allocation Fund A, 30,250 shares		597,133
BlackRock	BlackRock Equity Dividend Fund A, 24,603 shares		489,350
Delaware	Delaware Diversified Fund A, 42,850 shares		400,647
Franklin Templeton	Franklin Rising Dividends Fund A, 9,641 shares		364,621
Thornburg	Thornburg International Value Fund R4, 10,994 shares		300,453
BlackRock	GM BlackRock Equity Dividend Fund A, 14,953 shares		297,424
Delaware	GM Delaware Diversified Income Fund A, 30,909 shares		288,997
Allianz Funds	Allianz NFJ Small Cap Value Fund A, 10,048 shares		285,654
Thornburg	GM Thornburg International Value Fund R4, 10,324 shares		282,162
Franklin Templeton	GM Templeton Foreign Fund A, 39,509 shares		271,425
BlackRock	BlackRock International Opportunities Port A, 8,280 shares		271,174
PIMCO	GM PIMCO Total Return Fund A, 23,370 shares		262,679
JPMorgan	GM JPMorgan Large Cap Growth Fund A, 10,536 shares		252,663
JPMorgan	JPMorgan Large Cap Growth Fund A, 9,576 shares		229,622
Ivy Funds	Ivy Mid Cap Growth Fund Y, 11,859 shares		226,145
First Eagle	GM First Eagle U.S.Value Fund A, 11,793 shares		210,858
PIMCO	PIMCO Low Duration Fund A, 19,821 shares		208,316
Victory	GM Victory Established Value Fund A, 7,423 shares		204,064
PIMCO	PIMCO Total Return Fund A, 16,146 shares		181,487
American Funds	American Funds Small Cap World Fund R3, 4,562 shares		178,230
Allianz Funds	GM Allianz NFJ Small Cap Value Fund A, 5,492 shares		156,133
Ivy Funds	GM Ivy Mid Cap Growth Fund Y, 7,604 shares		145,004
Oppenheimer Funds	GM Oppenheimer Developing Markets Fund A, 3,728 shares		131,569
Legg Mason	GM ClearBridge Small Cap Growth Fund A, 4,920 shares		98,889
First Eagle	First Eagle Gold Fund A, 2,649 shares		72,511
Oppenheimer Funds	Oppenheimer Developing Markets Fund A, 1,923 shares		67,872
BlackRock	BlackRock S&P 500 Index Fund Instl, 3,625 shares		63,144
Invesco	GM Invesco Mid Cap Core Equity Fund A, 1,947 shares		41,597
Victory	Victory Established Value Fund A, 1,499 shares		41,195
PIMCO	GM PIMCO Low Duration Fund A, 3,603 shares		37,864
Legg Mason	ClearBridge Small Cap Growth Fund A, 1,828 shares		36,744
John Hancock	John Hancock U.S. Global Leaders Growth A, 682 shares		23,913
Franklin Templeton	Templeton Global Bond Fund A, 1,269 shares		16,975
Federated	GM Federated Capital Preservation Fund CL SP, 1,663 shares		16,627
First Eagle	First Eagle U.S. Value Fund A, 211 shares		3,780
Franklin Templeton	Templeton Foreign Fund A, 526 shares		3,615
Invesco	Invesco Mid Cap Core Equity Fund A, 66 shares		1,407
* Frontier Trust Account	Interest bearing cash account		30
		\$	<u>7,662,579</u>

* Party-in-interest to the plan

Column (d), cost of investments, is not applicable as these are participant directed accounts.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Schedule H, line 4j-Schedule of Reportable Transactions
for the year ended December 31, 2012
Employer Identification Number: 76-0199067
Plan Number: 001

(a)	(b)	(d)	(g)	(h)	(i)
Identity of party involved	Description of asset (include interest rate and maturity in case of a loan)	Selling price	Cost of asset	Current value of asset on transaction date value	Net gain or (loss)
Franklin Templeton	Franklin Rising Dividends Fund A	\$ N/A	\$ 347,820	\$ 347,820	\$ N/A

* Party-in-interest to the plan

Schedule C, Part I, line 2(h) Formula Description and Schedule C, Part I, line 3(e)

Formula Description

Plan Name: YONKERS INDUSTRIES, INC. 401(K) PLAN

Plan Number: 205774

Broker Dealer: Merrill Lynch

Ticker Symbol	Investment Name	Formula used to determine Sub-TA Compensation paid to Ascensus
ODMAX	Oppenheimer Developing Markets Fund A	12 dollars per fund position
FCSPT	Federated Capital Preservation Fd CL SP	10 basis points
USGLX	John Hancock U.S. Global Leaders GrowthA	12 dollars per fund position
TPINX	Templeton Global Bond Fund A	12 dollars per fund position
THVRX	Thornburg International Value Fund R4	12 dollars per fund position
TEAFX	Templeton Foreign Fund A	12 dollars per fund position
SGGDY	First Eagle Gold Fund A	12 dollars per fund position
SASMX	Legg Mason ClearBridge Small Cap GrowthA	12 dollars per fund position
PTTAX	PIMCO Total Return Fund A	12 dollars per fund position
PTLAX	PIMCO Low Duration Fund A	12 dollars per fund position
DPDFX	Delaware Diversified Income Fund A	12 dollars per fund position
OLGAX	JPMorgan Large Cap Growth Fund A	12 dollars per fund position
RBFCX	American Funds Bond of America R3	12 dollars per fund position
MDLOX	BlackRock Global Allocation Fund A	12 dollars per fund position
MDLHX	BlackRock Large Cap Growth A	12 dollars per fund position
MDDVX	BlackRock Eqty Dividend A	12 dollars per fund position
GTAGX	Invesco Mid Cap Core Equity Fund A	12 dollars per fund position
FRDPX	Franklin Rising Dividends Fund A	12 dollars per fund position
FEVAX	First Eagle U.S. Value Fund A	12 dollars per fund position
CSGEX	BlackRock Small Cap Growth Eqty Port A	12 dollars per fund position
BREAX	BlackRock Int'l Opportunities Port A	12 dollars per fund position
BLDAX	BlackRock Low Duration Bond Port A	12 dollars per fund position
GMFCSPT	GM Federated Capital Preservation CL SP	10 basis points

Schedule C, Part I, line 2(h) Formula Description and Schedule C, Part I, line 3(e)

Formula Description

Plan Name: YONKERS INDUSTRIES, INC. 401(K) PLAN

Plan Number: 205774

Broker Dealer: Merrill Lynch

Ticker Symbol	Investment Name	Formula used to determine Sub-TA Compensation paid to Ascensus
PCVAX	Allianz NFJ Small Cap Value Fund A	12 dollars per fund position
GMPTLAX	GM PIMCO Low Duration Fund A	12 dollars per fund position
GMFCSPT	GM Federated Capital Preservation CL SP	N/A
FCSPT	Federated Capital Preservation Fd CL SP	N/A
VETAX	Victory Established Value Fund A	12 dollars per fund position
SRVEX	Victory Diversified Stock Fund A	12 dollars per fund position
GMWMGYX	GM Ivy Mid Cap Growth Y	12 dollars per fund position
GMVETAX	GM Victory Established Value Fund A	12 dollars per fund position
GMTHVRX	GM Thornburg International Value Fund R4	12 dollars per fund position
GMTEMFx	GM Templeton Foreign Fund A	12 dollars per fund position
GMSASMx	GM Legg Mason ClearBridge Sm Cap GrthA	12 dollars per fund position
WMGYX	Ivy Mid Cap Growth Y	12 dollars per fund position
GMPTTAX	GM PIMCO Total Return Fund A	12 dollars per fund position
MASRX	BlackRock S&P 500 Index Instl	N/A
GMPCVAX	GM Allianz NFJ Small Cap Value Fund	12 dollars per fund position
GMOLGAX	GM JPMorgan Large Cap Growth Fund A	12 dollars per fund position
GMODMAX	GM Oppenheimer Developing Markets Fund A	12 dollars per fund position
GMMDDVX	GM BlackRock Eqty Dividend A	12 dollars per fund position
GMGTAGX	GM Invesco Mid Cap Core Equity Fund A	12 dollars per fund position
GMFEVAX	GM First Eagle U.S. Value Fund A	12 dollars per fund position
GMDPDFX	GM Delaware Diversified Income Fund A	12 dollars per fund position
GMCSGEX	GM BlackRock Small Cap Grth Eqty Port A	12 dollars per fund position
RSLCX	American Funds SMALLCAP World Fund R3	12 dollars per fund position

Schedule C, Part I, line 2(h) Formula Description and Schedule C, Part I, line 3(e)

Formula Description

Plan Name: YONKERS INDUSTRIES, INC. 401(K) PLAN

Plan Number: 205774

Broker Dealer: Merrill Lynch

Ticker Symbol	Investment Name	Formula used to determine Sub-TA Compensation paid to Ascensus
RGACX	American Funds Growth Fund of America R3	12 dollars per fund position
GMRGACX	GM American Funds Growth of America R3	12 dollars per fund position

Schedule C, Part I, line 2(h) Formula Description and Schedule C, Part I, line 3(e)

Formula Description - Additional Fee Notes

Plan Name: YONKERS INDUSTRIES, INC. 401(K) PLAN

Plan Number: 205774

Broker Dealer: Merrill Lynch

Merrill Lynch

Effective January, 1, 2012, for the funds for which Ascensus receives a per-position dollar amount from Merrill Lynch, Ascensus will receive an additional payment from Merrill Lynch in the amount of 0.035% of average plan assets in the investment.

Yonkers Industries, Inc. 401(k) Plan

Report on Audit of Financial Statements
for the year ended December 31, 2012

McMillan Pate & Company LLP

Certified Public Accountants
615 OBERLIN ROAD, SUITE 200
RALEIGH, NC 27605

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BRIAN T. BENNETT

JAMES L. McMILLAN, JR.

INDEPENDENT AUDITORS' REPORT

Plan Administrators and Participants
Yonkers Industries, Inc. 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Yonkers Industries, Inc. 401(k) Plan, which comprise the statements of net assets available for plan benefits – modified cash basis as of December 31, 2012 and 2011, and the related statement of changes in net assets available for plan benefits – modified cash basis for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Plan management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Ascensus, the recordkeeper of the Plan, as agent for Frontier Trust Company, trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the agent for the trustee as of December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the Plan administrator by the agent for the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule H, line 4i – schedule of assets (held at end of year) as of December 31, 2012 and the supplemental schedule H, line 4j – schedule of reportable transactions for the year ended December 31, 2012, which are the responsibility of plan management, are presented for the purpose of additional analysis and are not a required part of the financial statements but are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedules referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Basis of Accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedules were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

McMillan Pate & Company LLP

September 11, 2013

YONKERS INDUSTRIES, INC. 401(K) PLAN
Statements of Net Assets Available for Plan Benefits - Modified Cash Basis
December 31, 2012 and 2011

<u>Assets</u>	<u>2012</u>	<u>2011</u>
Investments:		
Cash and cash equivalents	\$ 30	\$ 2
Common collective trust fund (at fair value)	933,377	793,018
Mutual funds (at fair value)	<u>6,745,316</u>	<u>5,720,515</u>
Net assets available for plan benefits at fair value	<u>7,678,723</u>	<u>6,513,535</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(16,144)</u>	<u>(16,870)</u>
Net assets available for plan benefits	\$ <u><u>7,662,579</u></u>	\$ <u><u>6,496,665</u></u>

The accompanying notes are an integral
part of the financial statements.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Statement of Changes in Net Assets Available for Plan Benefits - Modified Cash Basis
for the year ended December 31, 2012

Additions to net assets attributed to:

Contributions:

Employer contributions	\$ 190,088
Employee contributions - elective deferrals	757,123
Rollover contributions	<u>23,335</u>
	<u>970,546</u>

Investment income:

Common collective trust fund dividends	9,332
Mutual funds dividends	174,745
Mutual funds net realized gains	179,193
Mutual funds net appreciation in fair value of investments	<u>393,716</u>
	<u>756,986</u>

Total additions	<u>1,727,532</u>
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Deductions from net assets attributed to:

Benefit payments	532,283
Corrective distributions	11,815
Administrative expenses	<u>17,520</u>

Total deductions	<u>561,618</u>
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Increase in net assets	1,165,914
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Net assets available for plan benefits at beginning of year	<u>6,496,665</u>
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Net assets available for plan benefits at end of year	\$ <u><u>7,662,579</u></u>
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The accompanying notes are an integral
part of the financial statements.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

1. DESCRIPTION OF PLAN

The following description of the Yonkers Industries, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

- a. General - The Plan is a defined contribution plan established January 1, 1987. The Plan is designed to conform to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All employees of Yonkers Industries, Inc. (the "Company" and "Plan Sponsor") who are 20 years of age and have completed three months of service are eligible to participate in the Plan.

Effective December 31, 2012, all of the outstanding shares of stock of Yonkers Industries, Inc. were acquired by Foster Wheeler AG.

- b. Contributions - Each year, participants may contribute from 1% to 50% of their pretax annual compensation, as defined by the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined contribution plans. Participants may contribute after tax dollars known as Roth 401(k) deferrals. The Company may make a discretionary profit sharing contribution to the Plan. All participants who have completed 1,000 hours of service and are employed on the last day of the plan year unless terminated during the year due to disability, death or attainment of normal retirement age share in this contribution. Effective July 11, 2011, the Company elected to make a discretionary matching contribution of one-half of the first 6% of eligible compensation deferred upon. Participants direct the investment of all contributions made on their behalf into various investment options offered by the Plan. The Plan currently offers one common collective trust fund and various mutual funds as investment options for participants. Contributions are subject to annual limits established by the Internal Revenue Service.
- c. Participant accounts - Each participant's account is credited with (1) participant's contribution, and (2) allocations of (a) Plan earnings, (b) administrative expenses and (c) employer discretionary contribution. Allocations are based on participant's plan compensation or participant account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.
- d. Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting of the Company's contribution portion of their accounts is based on the following schedule:

Prior to December 1, 2007:

<u>Years of Service</u>	<u>Vesting Percentage</u>
Less than two	0%
2	20%
3	40%
4	60%
5	80%
Six or more	100%

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

1. DESCRIPTION OF PLAN (Continued)

d. Vesting (continued):

Effective December 1, 2007:	
<u>Years of Service</u>	<u>Vesting Percentage</u>
Less than one	0%
1	20%
2	40%
3	60%
4	80%
Five or more	100%

Participants will automatically become 100% vested upon attainment of normal retirement age (65) or retirement due to disability or death.

- e. Payment of benefits - Upon termination of service due to death, disability, or retirement, a participant or their beneficiary may elect to receive either a lump sum amount or a partial payment of the vested portion of the value of the funds credited to the participant's account.
- f. Forfeited accounts - At December 31, 2012 and 2011 forfeited non-vested accounts totaled \$2,404 and \$62,377, respectively. These accounts will be used to reduce future employer contributions or pay plan expenses. In 2012, plan expenses of \$16,196 were paid out of forfeited non-vested accounts and \$62,406 of forfeited non-vested accounts were used to reduce employer contributions.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounting records of the Plan are maintained by the trustee on the modified cash basis. Under this basis, additions to the Plan's assets are recognized when collected rather than when earned and deductions are recognized when paid rather than when incurred.

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

3. PLAN ADMINISTRATIVE COMMITTEE INFORMATION

The plan administrative committee consists of Terry Costello, Randy Hefner and Danielle Bryant, employees and/or officers of the Company in consultation with James T. Yonkers, Chairman and CEO. They have designated the trustee, Frontier Trust Company to hold the Plan's invested assets and to execute investment transactions.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

4. TRUSTEE AGREEMENT

The appointed trustee of the Plan's assets is Frontier Trust Company. The trustee has been given the authority and power to purchase and sell securities and other investments at their discretion. The trustee agreement provides for benefit payments to be made from the Plan by the trustee upon the direction and request of the plan administrator.

5. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Ascensus, the recordkeeper, as agent for Frontier Trust Company, the trustee of the Plan, except for comparing such information certified by the trustee to information included in the Plan's financial statements and supplemental schedules:

	<u>2012</u>		<u>2011</u>
Cash and cash equivalents	\$ 30	\$	2
Common collective trust fund*	917,233		776,148
Mutual funds	6,745,316		5,720,515
Investment income (loss)	756,986		N/A

* stated at contract value

6. INVESTMENTS

The following presents investments that represent 5 percent or more of the Plan's net assets at December 31:

	<u>2012</u>		<u>2011</u>
Federated Capital Preservation Fund CL SP, 91,723 and 77,615 shares, respectively	\$ 917,233	\$	776,148
BlackRock Equity Dividend Fund A, 39,556 and 36,347 shares, respectively	786,774		659,711
Delaware Diversified Fund A, 73,758 and 59,575 shares, respectively	689,644		545,710
BlackRock Global Allocation Fund A, 30,250 and 28,475 shares, respectively	597,133		517,108
Thornburg International Value Fund R4, 21,318 and 18,995 shares, respectively	582,615		454,915
JPMorgan Large Cap Growth Fund A, 20,112 shares	482,285		N/A
PIMCO Total Return Fund A, 39,517 and 30,121 shares, respectively	444,166		327,406
Allianz NFJ Small Cap Value Fund A, 15,539 and 17,161 shares, respectively	441,787		477,394
American Funds Growth Fund of America R3, 14,284 shares	N/A		404,645
PIMCO Low Duration Fund A, 32,313 shares	N/A		332,504
Ivy Mid Cap Growth Fund Y, 19,325 shares	N/A		327,378

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

6. INVESTMENTS (Continued)

During 2012, the Plan's mutual funds (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by \$572,909.

7. FAIR VALUE MEASUREMENTS

The Plan follows FASB ASC 820, *Fair Value Measurements*, which defines fair value as the price that would be received from selling an asset in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets required to be recorded at fair value, the Plan considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance.

FASB ASC 820 also establishes a fair value hierarchy that requires the Plan to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The categorization of each investment type within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. FASB ASC 820 establishes three levels of inputs that may be used to measure fair value: Level 1: Quoted prices in active markets for identical assets or liabilities at the measurement date; Level 2: Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices in active market for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; or Level 3: Unobservable inputs that are supported by little or no market activity and that reflect the Plan's own assumptions about market participants and prices.

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

Mutual funds

Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Collective trust fund

Valued at the net asset value (NAV) of units of a collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. 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 December 31, 2012 and 2011, respectively:

	Fair Value Measurement at Reporting Date Using			
	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
<u>December 31, 2012</u>				
Mutual funds:				
Bond	\$ 1,396,965	\$ 1,396,965	\$ -	\$ -
Value	1,228,561	1,228,561	-	-
International	1,057,096	1,057,096	-	-
Mid-Cap Equity	659,412	659,412	-	-
Asset Allocation	597,133	597,133	-	-
Growth	449,404	449,404	-	-
Large-Cap Equity	874,599	874,599	-	-
Precious Metals	283,369	283,369	-	-
Small-Cap Equity	135,633	135,633	-	-
Growth & Income	63,144	63,144	-	-
Common Collective				
Trust	<u>933,377</u>	<u>-</u>	<u>-</u>	<u>933,377</u>
Total assets	\$ <u><u>7,678,693</u></u>	\$ <u><u>6,745,316</u></u>	\$ <u><u>-</u></u>	\$ <u><u>933,377</u></u>
<u>December 31, 2011</u>				
Mutual funds:				
Bond	\$ 1,214,938	\$ 1,214,938	\$ -	\$ -
Value	1,137,105	1,137,105	-	-
International	756,799	756,799	-	-
Mid-Cap Equity	574,768	574,768	-	-
Asset Allocation	517,108	517,108	-	-
Growth	502,979	502,979	-	-
Large-Cap Equity	404,645	404,645	-	-
Equity	259,716	259,716	-	-
Precious Metals	189,538	189,538	-	-
Growth & Income	162,919	162,919	-	-
Common Collective				
Trust	<u>793,018</u>	<u>-</u>	<u>-</u>	<u>793,018</u>
Total assets	\$ <u><u>6,513,533</u></u>	\$ <u><u>5,720,515</u></u>	\$ <u><u>-</u></u>	\$ <u><u>793,018</u></u>

There have been no changes in valuation techniques and related inputs.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. FAIR VALUE MEASUREMENTS (Continued)

Summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2012:

	<u>Common Collective Trust</u>
Balance as of January 01, 2012	\$ 793,018
Investment income	9,332
Change in adjustment from fair value to contract value for fully benefit-responsive investment contracts	(726)
Purchases	545,571
Settlements	<u>(413,818)</u>
Balance as of December 31, 2012	\$ <u>933,377</u>

The Plan considers Federated Capital Preservation Fund, a Common Collective Trust, a level 3 asset although its underlying investments are considered level 2 assets by the fund's management. This is due to the complex nature of the underlying investments found within the fund, including; traditional guaranteed investment contracts (GIC's), separate account GIC's, synthetic GIC's, wrap contracts and mutual funds. The fair value of traditional GIC's is determined based on the present value of the contract's expected cash flows, discounted by current market interest rates for like-duration and like-quality investments. The fair value of separate account GIC's and synthetic GIC's is determined based on the fair value of the securities underlying each GIC. The underlying securities can be comprised of, primarily, over-the-counter market securities and open-end mutual funds. Over-the-counter securities, such as fixed-income instruments, with remaining maturities greater than 90 days are fair valued using price evaluations provided by a pricing service. In addition, the fair value of the wrap contract is calculated using the contract value of the GIC as of the balance sheet date, giving consideration to any contractually agreed-upon replacement fees charged by the wrap contract provider. No unobservable inputs internally developed by the Plan have been applied to this investment, thus no quantitative information about the valuation techniques of significant unobservable inputs have been disclosed.

Fair Value of Investment in Entities that use Net Asset Value

The Following table summarizes investments measured at fair value based on net asset value (NAVs) per share as of December 31, 2012 and 2011, respectively.

<u>December 31, 2012</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust (a)	\$ 933,377	N/A	Daily	Daily-12 Month (b)
<u>December 31, 2011</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust (a)	\$ 793,018	N/A	Daily	Daily-12 Month (b)

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

7. FAIR VALUE MEASUREMENTS (Continued)

Fair Value of Investment in Entities that use Net Asset Value (Continued)

(a) – The objective of this investment is to pursue stability of principal while earning current income.

(b) – Daily Withdrawals: Benefit payments, payment of participant loans, payment of trustee fees, participant-directed exchanges to non-competing investments

90-Day Notice Withdrawals: Participant-directed transfers to competing investments (including: money market funds, stable value funds, any investment that maintains 80% of its assets in fixed income securities with an average duration of 3 years or less).

12-Month Notice Withdrawals: Withdrawals for any purpose other than those noted above, including any withdrawals resulting from any employer-initiated event (including: sale or merger of the plan sponsor or a partial plan termination).

8. RELATED PARTY TRANSACTIONS

Certain Plan investments are held in an interest bearing account managed by Frontier Trust Company, the trustee of the Plan's assets and therefore, these transactions qualify as party-in-interest transactions.

During 2012, recordkeeping fees of \$3,074 were paid to Ascensus, Inc., the Plan recordkeeper. In addition, eligible indirect compensation of \$52,916 was paid to Merrill Lynch, Pierce, Fenner & Smith, the Plan's investment advisor, for shareholder servicing fees, subtransfer agency fees, and distribution fees.

During 2012, the Plan paid accounting fees of \$12,100 to McMillan Pate & Company LLP for audit and consulting services for the Plan.

During 2012, the Plan paid legal fees of \$2,346 to Poyner & Spruill for legal fees related to the Plan's operations.

9. PLAN TERMINATION

Although the Company intends to continue the Plan, it reserves the right to amend or terminate the Plan at any time. In the event of Plan termination, participants will become 100% vested in their employer contributions.

YONKERS INDUSTRIES, INC. 401(k) PLAN
Notes to Financial Statements
December 31, 2012 and 2011

10. TAX STATUS

The Plan follows the provisions of FASB ASC 740-10 *Accounting for Uncertainty in Income Taxes*. FASB ASC 740-10 prescribes a comprehensive model for how the Plan should measure, recognize, present, and disclose in its financial statements uncertain tax positions that the Plan has taken or expects to take on a tax return. The Plan is no longer subject to U.S. Department of Labor and Internal Revenue Service examinations for years before 2009.

The Plan obtained its latest determination letter on March 31, 2008, 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 and restated 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.

11. 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 investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for plan benefits.

12. SUBSEQUENT EVENTS

In 2012 the Plan administrator discovered that compensation used in the calculation of the employee deferral and related matching contribution was inadvertently changed during the implementation of the discretionary employer matching contribution in July 2011. Management made a qualified non-elective contribution in the amount of \$13,870 to the Plan in 2013.

The Plan has evaluated events and transactions that occurred between December 31, 2012 and September 11, 2013 which is the date the financial statements were available to be issued, for possible recognition or disclosure in the financial statements. Except as stated above, no events have occurred subsequent to year-end meeting the above criteria.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Schedule H, line 4i-Schedule of Assets (Held at End of Year)
December 31, 2012
Employer Identification Number: 76-0199067
Plan Number: 001

(a)	(b)	(c)	(e)
Identity of issue, borrower lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Contract/ Current Value	
Federated	Federated Capital Preservation Fund CL SP, 90,061 shares	\$	900,606
BlackRock	BlackRock Global Allocation Fund A, 30,250 shares		597,133
BlackRock	BlackRock Equity Dividend Fund A, 24,603 shares		489,350
Delaware	Delaware Diversified Fund A, 42,850 shares		400,647
Franklin Templeton	Franklin Rising Dividends Fund A, 9,641 shares		364,621
Thornburg	Thornburg International Value Fund R4, 10,994 shares		300,453
BlackRock	GM BlackRock Equity Dividend Fund A, 14,953 shares		297,424
Delaware	GM Delaware Diversified Income Fund A, 30,909 shares		288,997
Allianz Funds	Allianz NFJ Small Cap Value Fund A, 10,048 shares		285,654
Thornburg	GM Thornburg International Value Fund R4, 10,324 shares		282,162
Franklin Templeton	GM Templeton Foreign Fund A, 39,509 shares		271,425
BlackRock	BlackRock International Opportunities Port A, 8,280 shares		271,174
PIMCO	GM PIMCO Total Return Fund A, 23,370 shares		262,679
JPMorgan	GM JPMorgan Large Cap Growth Fund A, 10,536 shares		252,663
JPMorgan	JPMorgan Large Cap Growth Fund A, 9,576 shares		229,622
Ivy Funds	Ivy Mid Cap Growth Fund Y, 11,859 shares		226,145
First Eagle	GM First Eagle U.S.Value Fund A, 11,793 shares		210,858
PIMCO	PIMCO Low Duration Fund A, 19,821 shares		208,316
Victory	GM Victory Established Value Fund A, 7,423 shares		204,064
PIMCO	PIMCO Total Return Fund A, 16,146 shares		181,487
American Funds	American Funds Small Cap World Fund R3, 4,562 shares		178,230
Allianz Funds	GM Allianz NFJ Small Cap Value Fund A, 5,492 shares		156,133
Ivy Funds	GM Ivy Mid Cap Growth Fund Y, 7,604 shares		145,004
Oppenheimer Funds	GM Oppenheimer Developing Markets Fund A, 3,728 shares		131,569
Legg Mason	GM ClearBridge Small Cap Growth Fund A, 4,920 shares		98,889
First Eagle	First Eagle Gold Fund A, 2,649 shares		72,511
Oppenheimer Funds	Oppenheimer Developing Markets Fund A, 1,923 shares		67,872
BlackRock	BlackRock S&P 500 Index Fund Instl, 3,625 shares		63,144
Invesco	GM Invesco Mid Cap Core Equity Fund A, 1,947 shares		41,597
Victory	Victory Established Value Fund A, 1,499 shares		41,195
PIMCO	GM PIMCO Low Duration Fund A, 3,603 shares		37,864
Legg Mason	ClearBridge Small Cap Growth Fund A, 1,828 shares		36,744
John Hancock	John Hancock U.S. Global Leaders Growth A, 682 shares		23,913
Franklin Templeton	Templeton Global Bond Fund A, 1,269 shares		16,975
Federated	GM Federated Capital Preservation Fund CL SP, 1,663 shares		16,627
First Eagle	First Eagle U.S. Value Fund A, 211 shares		3,780
Franklin Templeton	Templeton Foreign Fund A, 526 shares		3,615
Invesco	Invesco Mid Cap Core Equity Fund A, 66 shares		1,407
* Frontier Trust Account	Interest bearing cash account		30
		\$	<u>7,662,579</u>

* Party-in-interest to the plan

Column (d), cost of investments, is not applicable as these are participant directed accounts.

YONKERS INDUSTRIES, INC. 401(K) PLAN
Schedule H, line 4j-Schedule of Reportable Transactions
for the year ended December 31, 2012
Employer Identification Number: 76-0199067
Plan Number: 001

(a)	(b)	(d)	(g)	(h)	(i)
Identity of party involved	Description of asset (include interest rate and maturity in case of a loan)	Selling price	Cost of asset	Current value of asset on transaction date value	Net gain or (loss)
Franklin Templeton	Franklin Rising Dividends Fund A	\$ N/A	\$ 347,820	\$ 347,820	\$ N/A

* Party-in-interest to the plan

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Delaware	Delaware Diversified Income Fund A	0	400,647
	BlackRock	BlackRock Eqty Dividend A	0	489,350
	BlackRock	BlackRock S&P 500 Index Instl	0	63,144
	BlackRock	BlackRock Global Allocation Fund A	0	597,133
	American Funds	American Funds SMALLCAP World Fund R3	0	178,230
	Thornburg	Thornburg International Value Fund R4	0	300,453
	BlackRock	BlackRock Int'l Opportunities Port A	0	271,174

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Delaware	GM Delaware Diversified Income Fund A	0	288,997
	BlackRock	GM BlackRock Eqty Dividend A	0	297,424
	Thornburg	GM Thornburg International Value Fund R4	0	282,162
	Allianz	(CL)AllianzGI NFJ Small-Cap Value A	0	285,654
	Allianz	GM (CL)AllianzGI NFJ Small-Cap Value A	0	156,133
	PIMCO	PIMCO Total Return Fund A	0	181,487
	PIMCO	GM PIMCO Total Return Fund A	0	262,679

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Federated	Federated Capital Preservation Fd CL SP	0	900,606
	Federated	GM Federated Capital Preservation CL SP	0	16,627
	First Eagle	First Eagle U.S. Value Fund A	0	3,780
	Invesco	Invesco Mid Cap Core Equity Fund A	0	1,407
	Oppenheimer	Oppenheimer Developing Markets Fund A	0	67,872
	JPMorgan	JPMorgan Large Cap Growth Fund A	0	229,622
	PIMCO	PIMCO Low Duration Fund A	0	208,316

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	First Eagle	First Eagle Gold Fund A	0	72,511
	Templeton	Templeton Foreign Fund A	0	3,615
	Templeton	Templeton Global Bond Fund A	0	16,975
	Victory	Victory Established Value Fund A	0	41,195
	Ivy	Ivy Mid Cap Growth Y	0	226,145
	First Eagle	GM First Eagle U.S. Value Fund A	0	210,858
	Invesco	GM Invesco Mid Cap Core Equity Fund A	0	41,597

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Oppenheimer	GM Oppenheimer Developing Markets Fund A	0	131,569
	PIMCO	GM PIMCO Low Duration Fund A	0	37,864
	Templeton	GM Templeton Foreign Fund A	0	271,425
	Victory	GM Victory Established Value Fund A	0	204,064
	Ivy	GM Ivy Mid Cap Growth Y	0	145,004
	Franklin	Franklin Rising Dividends Fund A	0	364,621
	John Hancock	John Hancock U.S. Global Leaders GrowthA	0	23,913

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name YONKERS INDUSTRIES, INC 401(K) PLAN

EIN: 76-0199067

Plan Sponsor's Name YONKERS INDUSTRIES, INC

PN: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	ClearBridge	ClearBridge Small Cap Growth Fund A	0	36,744
	ClearBridge	GM ClearBridge Small Cap Growth Fund A	0	98,889
	JPMorgan	GM JPMorgan Large Cap Growth Fund A	0	252,663
	Frontier Trust Company	Contribution Accounts	0	30

[illegible]