

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 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> 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>VICTOR TECHNOLOGIES RETIREMENT 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>09/09/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>09/09/1987</u>	
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1c Effective date of plan <u>09/09/1987</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>VICTOR TECHNOLOGIES GROUP, INC.</u> <u>16052 SWINGLEY RIDGE RD</u> <u>STE 300</u> <u>ST LOUIS, MO 63017</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>74-2482571</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>636-728-3035</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>333510</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>74-2482571</u>	2c Sponsor's telephone number <u>636-728-3035</u>	2d Business code (see instructions) <u>333510</u>	
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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>09/24/2013</u> Date	<u>DAWN VANHOOSIER</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 <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>																												
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 THERMADYNE HOLDINGS CORPORATION		4b EIN 74-2482571 4c PN 001																												
5 Total number of participants at the beginning of the plan year		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; text-align: center;">5</td> <td style="text-align: right;">1524</td> </tr> </table>	5	1524																										
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2" style="background-color: #cccccc; height: 20px;"></td> </tr> <tr> <td style="width: 10%; text-align: center;">6a</td> <td style="text-align: right;">136</td> </tr> <tr> <td style="text-align: center;">6b</td> <td style="text-align: right;">602</td> </tr> <tr> <td style="text-align: center;">6c</td> <td style="text-align: right;">618</td> </tr> <tr> <td style="text-align: center;">6d</td> <td style="text-align: right;">1356</td> </tr> <tr> <td style="text-align: center;">6e</td> <td style="text-align: right;">157</td> </tr> <tr> <td style="text-align: center;">6f</td> <td style="text-align: right;">1513</td> </tr> <tr> <td style="text-align: center;">6g</td> <td></td> </tr> <tr> <td style="text-align: center;">6h</td> <td style="text-align: right;">0</td> </tr> </table>			6a	136	6b	602	6c	618	6d	1356	6e	157	6f	1513	6g		6h	0										
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b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:																														
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)																												
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)																														
a Pension Schedules		b General Schedules																												
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SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service <hr/> Department of Labor Employee Benefits Security Administration <hr/> Pension Benefit Guaranty Corporation	Insurance 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. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	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 VICTOR TECHNOLOGIES RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 VICTOR TECHNOLOGIES GROUP, INC.	D Employer Identification Number (EIN) 74-2482571	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier

AETNA LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-6033492	60054	004607		01/01/2012	12/31/2012

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
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	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 952060**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount **6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee(3) ☒ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 940859**c** Additions: (1) Contributions deposited during the year **7c(1)**(2) Dividends and credits **7c(2)**(3) Interest credited during the year **7c(3)** 49661(4) Transferred from separate account **7c(4)**(5) Other (specify below) **7c(5)**

▶

(6) Total additions **7c(6)** 49661**d** Total of balance and additions (add lines **7b** and **7c(6)**) **7d** 990520**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 26796(2) Administration charge made by carrier **7e(2)** 11664(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)**

▶

(5) Total deductions **7e(5)** 38460**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 952060

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>VICTOR TECHNOLOGIES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>VICTOR TECHNOLOGIES GROUP, INC.</u>	D Employer Identification Number (EIN) <u>74-2482571</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>	
2 Assets:	
a Market value	2a <u>17024032</u>
b Actuarial value	2b <u>17241250</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>686</u> <u>11510126</u>
b For terminated vested participants.....	3b <u>662</u> <u>6878435</u>
c For active participants:	
(1) Non-vested benefits.....	3c(1) <u>18100</u>
(2) Vested benefits.....	3c(2) <u>2054958</u>
(3) Total active	3c(3) <u>176</u> <u>2073058</u>
d Total	3d <u>1524</u> <u>20461619</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☒	
a Funding target disregarding prescribed at-risk assumptions	4a <u>20289701</u>
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b <u>21149292</u>
5 Effective interest rate	5 <u>6.93</u> %
6 Target normal cost.....	6 <u>175000</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>09/18/2013</u>
Signature of actuary		Date
<u>COLIN B. CASSIDY, A.S.A., E.A.</u>		<u>11-05294</u>
Type or print name of actuary		Most recent enrollment number
<u>TRANSAMERICA</u>		<u>508-903-6011</u>
Firm name		Telephone number (including area code)
<u>24 PRIME PARK WAY, SUITE 400</u> <u>NATICK, MA 01760-1528</u>		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	8938
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	8938
10	Interest on line 9 using prior year's actual return of <u>0.96</u> %	0	86
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		0
	b Interest on (a) using prior year's effective interest rate of <u>6.21</u> % except as otherwise provided (see instructions)		0
	c Total available at beginning of current plan year to add to prefunding balance		0
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	9024

Part III Funding Percentages			
14	Funding target attainment percentage	14	84.93 %
15	Adjusted funding target attainment percentage	15	84.93 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	70.17 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/13/2012	376852				
07/13/2012	376852				
10/15/2012	45418				
01/15/2013	266374				
09/13/2013	177998				
			Totals ►	18(b)	1243494
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	1183886
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):									
a Target normal cost (line 6)	31a	175000							
b Excess assets, if applicable, but not greater than line 31a	31b	0							
32 Amortization installments:	<table border="1"> <tr> <th>Outstanding Balance</th> <th>Installment</th> </tr> <tr> <td>a Net shortfall amortization installment</td> <td>3229393</td> </tr> <tr> <td>b Waiver amortization installment</td> <td>1008886</td> </tr> </table>			Outstanding Balance	Installment	a Net shortfall amortization installment	3229393	b Waiver amortization installment	1008886
Outstanding Balance	Installment								
a Net shortfall amortization installment	3229393								
b Waiver amortization installment	1008886								
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month <u>06</u> Day <u>28</u> Year <u>2013</u>) and the waived amount	33								
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	1183886							
		Carryover balance	Prefunding balance						
35 Balances elected for use to offset funding requirement.....	0	0	0						
36 Additional cash requirement (line 34 minus line 35)	36	1183886							
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	1183886							
38 Present value of excess contributions for current year (see instructions)									
a Total (excess, if any, of line 37 over line 36)	38a	0							
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0							
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0							
40 Unpaid minimum required contributions for all years.....	40	0							

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

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>VICTOR TECHNOLOGIES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>VICTOR TECHNOLOGIES GROUP, INC.</u>	D Employer Identification Number (EIN) <u>74-2482571</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
DIVERSIFIED RETIREMENT CORPORATION

13-3689044

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

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

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)

DIVERSIFIED RETIREMENT CORPORATION

13-3689044

(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?
11 12 15 28 38 50 59 61 62 63 64	RECORDKEEPER	118146	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

AETNA LIFE INSURANCE COMPANY

06-6033492

(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?
14 16 23	ADMINISTRATOR	11664	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

LPL FINANCIAL CORPORATION

9785 TOWNE CENTER DRIVE
SAN DIEGO, CA 92121

(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?
16 53	BROKER	0	Yes ☒ No ☐	Yes ☐ No ☒	10500	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)

NATIONAL FINANCIAL SERVICES

04-3523567

(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?
33 71	SECURITIES BROKER	0	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

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

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

(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
LPL FINANCIAL CORPORATION	16 53	10500
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>DIVERSIFIED RETIREMENT CORPORATION</p> <p>13-3689044</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>COMMISSIONS</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(a) Enter service provider name as it appears on line 2</p> <p>DIVERSIFIED RETIREMENT CORPORATION</p> </div> <div style="width: 20%;"> <p>(b) Service Codes (see instructions)</p> <p>12 15 28 37 38 50 54 59 61 62 63 64 65</p> </div> <div style="width: 20%;"> <p>(c) Enter amount of indirect compensation</p> <p style="text-align: right;">0</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>PIMCO 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(a) Enter service provider name as it appears on line 2</p> <p>DIVERSIFIED RETIREMENT CORPORATION</p> </div> <div style="width: 20%;"> <p>(b) Service Codes (see instructions)</p> <p>12 15 28 37 38 50 54 59 61 62 63 64 65</p> </div> <div style="width: 20%;"> <p>(c) Enter amount of indirect compensation</p> <p style="text-align: right;">0</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>COLUMBIA 245 SUMMER STREET FLOOR 3 BOSTON, MA 02210</p> </div> <div style="width: 40%;"> <p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)</p> </div> </div>		

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
DIVERSIFIED RETIREMENT CORPORATION	12 15 28 37 38 50 54 59 61 62 63 64 65	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.	
JP MORGAN 30 DAN ROAD CANTON, MA 02021	REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
NATIONAL FINANCIAL SERVICES	33 71	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PIMCO 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
NATIONAL FINANCIAL SERVICES	33 71	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.	
COLUMBIA 245 SUMMER STREET FLOOR 3 BOSTON, MA 02210	REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)	

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
NATIONAL FINANCIAL SERVICES	33 71	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.	
JP MORGAN 30 DAN ROAD CANTON, MA 02021	REVENUE SHARING SEE ATTACHMENT TO LINE 2(H)	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <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 01/01/2012 and ending 12/31/2012		
A Name of plan VICTOR TECHNOLOGIES RETIREMENT PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 VICTOR TECHNOLOGIES GROUP, INC.		D Employer Identification Number (EIN) 74-2482571

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	636150	444372
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	15376335	17611714
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	940859	952060
(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	16953344	19008146

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		

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	16953344	19008146
---	-----------	----------	----------

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)	1243494	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1243494
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)	49661	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		49661
(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)	512122	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		512122
(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)		
(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)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1805863
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		3611140

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1309992	
(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)		1309992
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	66500	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	179846	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		246346
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1556338

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		2054802
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: BROWN SMITH WALLACE LLC

(2) EIN: 43-1001367

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	
4c			
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	
4d			
e Was this plan covered by a fidelity bond?	X		5000000
4e			
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	
4f			
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	
4g			
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	
4h			
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		
4i			
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		
4j			
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	
4k			
l Has the plan failed to provide any benefit when due under the plan?		X	
4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
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.			
4n			

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.
---	--	--

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

A Name of plan <u>VICTOR TECHNOLOGIES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>VICTOR TECHNOLOGIES GROUP, INC.</u>	D Employer Identification Number (EIN) <u>74-2482571</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>13-3689044</u> <u>06-6033492</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	<u>2</u>

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

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

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

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
--	-----------------------------------	-----------------------------------	-------------------------------	--

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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: 65.9% Investment-Grade Debt: 25.4% High-Yield Debt: 2.9% Real Estate: _____% Other: 5.8%

- 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): _____

VICTOR TECHNOLOGIES RETIREMENT PLAN

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

DECEMBER 31, 2012

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditor's Report	1
 Financial Statements	
Statements of Net Assets Available for Benefits.....	3
Statements of Changes in Net Assets Available for Benefits.....	4
Notes to Financial Statements.....	5
 Supplemental Schedule	
Schedule of Assets (Held at End of Year)	15

Independent Auditor's Report

To the Plan Administrator of the
Victor Technologies Retirement Plan
St. Louis, Missouri

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Victor Technologies Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years 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 accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note C, which was certified by State Street Bank and Trust Company and Aetna Life Insurance Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the trustees hold the Plan's investment assets and execute investment transactions. The Plan Administrator has obtained certifications from the trustees as of and for the years ended December 31, 2012 and 2011, that the information provided to the Plan Administrator by the trustees 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 the financial statements.

Other Matter

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

Report 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 schedule, other than that derived from the information certified by the trustees, has been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are present in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BROWN SMITH WALLACE LLC
St. Louis, Missouri
August 21, 2013

VICTOR TECHNOLOGIES RETIREMENT PLAN

Statements of Net Assets Available for Benefits

December 31, 2012 and 2011

(See Independent Auditor's Report)

	2012	2011
ASSETS		
Investments, at fair value:		
Mutual funds	\$ 17,611,714	\$ 15,376,335
Aetna investment contract	952,060	940,859
Total investments	18,563,774	16,317,194
Receivables:		
Employer contributions	444,372	636,150
Total assets	19,008,146	16,953,344
NET ASSETS AVAILABLE FOR BENEFITS	\$ 19,008,146	\$ 16,953,344

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

VICTOR TECHNOLOGIES RETIREMENT PLAN

Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2012 and 2011

(See Independent Auditor's Report)

	2012	2011
ADDITIONS		
Investment income		
Net appreciation/(depreciation) in fair value of investments	\$ 1,805,863	\$ (257,221)
Interest and dividends	561,783	457,697
Total investment income	2,367,646	200,476
Employer contributions	1,243,494	1,573,848
Total additions	3,611,140	1,774,324
DEDUCTIONS		
Benefits paid to participants	1,309,992	1,243,341
Administrative expenses	246,346	234,510
Total deductions	1,556,338	1,477,851
NET INCREASE	2,054,802	296,473
Net assets available for benefits at beginning of year	16,953,344	16,656,871
Net assets available for benefits at end of year	\$ 19,008,146	\$ 16,953,344

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

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements

December 31, 2012

(See Independent Auditor's Report)

Note A - Description of Plan

The following description of the Victor Technologies Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined benefit pension plan covering employees of Victor Technologies Group, Inc. (the "Company" or "Plan Administrator") and certain participating affiliated companies. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. As of March 21, 2012 the Company changed its name to Victor Technologies Group, Inc. and its wholly owned subsidiary Thermadyne Industries, Inc. to Victor Technologies International, Inc. Effective May 21, 2012, the Plan was amended to effectively change the name of the Plan from Thermadyne Group, Inc. Retirement Plan to Victor Technologies Retirement Plan.

Plan Frozen

Effective January 1, 1990, participation in the Plan was frozen and all benefit accruals ceased as of December 31, 1989, except for former members of the Stoodly Hourly Plan. At that time, all covered employees became eligible in the Thermadyne Group, Inc. 401(k) Retirement Plan, a defined contribution employee benefit plan maintained by the Company. On December 31, 1994, participation and benefits for the former members of the Stoodly Hourly Plan and the Pension Plan of Stoodly Deloro Stelitte, Inc. were also frozen.

Funding Policy

In conjunction with amendments to freeze participation and benefit accruals for the Plan, the Company ceased all normal contributions to the Plan. The Plan remains subject to the full funding limitation of Section 412(b) of the Internal Revenue Code. This requires that contributions should be made to the Plan such that no deficiency on an accrual basis exists in the funding standard accounts at the end of the Plan year.

The actuarial cost method used to determine annual contributions for pension benefits payable under the Plan is referred to as the Unit Credit Cost Method. The normal cost is equal to the liability at the beginning of the Plan year, adjusted for interest to the end of the year. Actuarial gains and losses are reflected in the unfunded actuarial accrued liability.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note A - Description of Plan (Continued)

Pension Benefits

Participants are eligible for normal retirement benefits at the later of age 65 or 5 years of vesting service, as defined. The normal retirement benefit in any year is equal to the sum of 1 ½% of current service earnings for such year not to exceed \$500, and 2% of current service earnings in excess of \$500 for such year. The normal retirement benefit is the sum of benefits earned each year. Benefit accruals ceased as of December 31, 1989, except for former members of the Stoodly Hourly Plan whose benefit accruals ceased December 31, 1994. Benefits are pro-rated for fractional years of service.

Participants who are at least 55 years of age and have performed a minimum of 10 years of vesting service, as defined, can receive early retirement benefits. Benefits paid before the normal retirement date are reduced by rates defined in the plan document that are a function of the length of time the participant's retirement date precedes the normal retirement date.

Death and Disability Benefits

A participant is eligible for certain disability benefits upon total disability as defined in the Company's long-term disability plan. The disability benefit is determined in the same manner as the deferred vested benefit and is calculated on the participant's date of disability.

The surviving spouse of a participant in active service who qualified for a vested benefit receives a benefit based on the 100% joint and survivor annuity at the time of payment. Reduced payments may begin prior to age 65. The reduction is the same as for early retirement for the first 10 years which the starting date of payments precedes the participant's normal retirement date.

Former Participants of The Stoodly Hourly Plan and The Pension Plan of Stoodly Deloro Stelitte, Inc.

The pension benefits, death, and disability benefits described above may be determined differently for the former participants of the Pension Plan of Stoodly Deloro Stelitte, Inc. and the Stoodly Hourly Plan. Participants should refer to the Plan Agreement for a more complete description of pension benefits.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note B - Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting.

Use of Estimates

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's committee determines the valuation policies utilizing information provided by the investment advisers, trustees, and insurance company. See Note D for a discussion of fair value measurements.

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

Administrative Expenses

Plan expenses are paid by the Plan unless the Company, in its sole discretion, elects at any time to pay part or all of such expenses.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated Plan benefits are those estimated future periodic payments, including lump-sum distributions that are attributable, under the Plan's provisions to the services rendered by the employees through the valuation date. Accumulated Plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries; (b) beneficiaries of employees who have died; and (c) present employees or their beneficiaries. Benefits under the Plan are based on each employee's compensation during their years of credited service. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included to the extent they are deemed attributable to employee services rendered to the valuation date.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note B - Summary of Significant Accounting Policies (Continued)

Actuarial Present Value of Accumulated Plan Benefits (Continued)

The actuarial present value of accumulated Plan benefits is that amount that results from applying actuarial assumptions to adjust the accumulated Plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (be means of decrements such as death, disability, withdrawal, or retirements) between the valuation date and the expected date of payment. The actuarial present value of accumulated Plan benefits has been calculated by the consulting actuaries, Transamerica, as of January 1, 2012. Significant assumptions underlying the actuarial computation included (a) interest at 7.75% per annum, compounded annually; (b) life expectancy of participants based on the RP-2000 Mortality Table for males and females; and (c) normal retirement age of 65. The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

Payments of Benefits

Benefit payments are recorded upon distribution.

Subsequent Events

The Plan has evaluated subsequent events through August 21, 2013, the date the financial statements were available to be issued.

Note C - Investments

The Plan 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 the Employee Retirement Income Security Act of 1974 ("ERISA"). Accordingly, as permitted under such election, the Plan has obtained certifications from State Street Bank and Trust Company ("State Street") and Aetna Life Insurance Company ("Aetna") the trustees on behalf of the Plan that all of the information provided by the trustees and included in the accompanying financial statements and supplemental schedule is complete and accurate. All of the investment information disclosed in the accompanying financial statements and supplemental schedule, including investments held at December 31, 2012 and 2011 and net appreciation (depreciation) in fair value of investments, interest and dividends for the years ended December 31, 2012 and 2011, was obtained or derived from information supplied to the Plan and certified as complete and accurate by the trustees.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note C - Investments (Continued)

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

	<u>2012</u>	<u>2011</u>
Investments at fair value as determined by quoted market price:		
Columbia Mid Cap Index Z	\$ 1,285,304	\$ 1,094,149
Fidelity Spartan 500 Index Adv	3,029,988	2,620,206
Vanguard Small Cap Index Signal	2,699,296	2,332,984
American Funds EuroPacific Gr R6	2,144,923	1,686,768
Vanguard REIT Index Signal	1,826,561	1,558,082
PIMCO Total Return Instl	3,204,019	2,783,885

During 2012 and 2011, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated/(depreciated) in value by \$1,805,863 and \$(257,221), respectively, as follows:

	<u>2012</u>	<u>2011</u>
Insurance contract	\$ 49,839	\$ 52,009
Mutual funds	<u>1,756,024</u>	<u>(309,230)</u>
	<u>\$ 1,805,863</u>	<u>\$ (257,221)</u>

Note D - Fair Value Measurements

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

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

Level 2 – Inputs to the valuation methodology include other observable inputs, including quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability, and inputs that are

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note D - Fair Value Measurements (Continued)

derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

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

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

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

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year end.

Aetna investment contract: Guaranteed investment contracts are valued at estimated fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer (see Note F). In determining the reasonableness of the methodology, Aetna on a quarterly basis evaluates valuations of Level 3 investments through the performance of back testing on the sales of these investments by comparing the amounts realized against the most recent fair values reported, and if necessary, uses the findings to adjust its valuation procedures. The Investment Committee has not developed independent unobservable inputs related to the guaranteed investment contract for the Plan year ended December 31, 2012.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There were no changes in the fair value measurement methodology.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note D - 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:

Description	December 31, 2012	<u>Fair Value Measurements at Reporting Date Using</u> Quoted Prices		
		in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment with mutual funds:				
Bond	\$ 5,047,634	\$ 5,047,634	\$ -	\$ -
Common Stock	8,592,596	8,592,596	-	-
International	2,144,923	2,144,923	-	-
Alternative Real Estate	1,826,561	1,826,561	-	-
Aetna investment contract	952,060	-	-	952,060
Total	\$18,563,774	\$17,611,714	\$ -	\$ 952,060

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

Description	December 31, 2011	<u>Fair Value Measurements at Reporting Date Using</u> Quoted Prices		
		in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment with mutual funds:				
Bond	\$ 4,631,244	\$ 4,631,244	\$ -	\$ -
Common Stock	7,500,241	7,500,241	-	-
International	1,686,768	1,686,768	-	-
Alternative Real Estate	1,558,082	1,558,082	-	-
Aetna investment contract	940,859	-	-	940,859
Total	\$16,317,194	\$15,376,335	\$ -	\$ 940,859

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note D - Fair Value Measurements (Continued)

The following table includes a roll forward of the fair value of level 3 investments for the year ended December 31, 2012:

	Aetna Investment Contract
Beginning balance	\$ 940,859
Participant distributions	(26,974)
Service fees	(11,664)
Investment return	<u>49,839</u>
Ending balance	<u>\$ 952,060</u>

The following table includes a roll forward of the fair value of level 3 investments for the year ended December 31, 2011:

	Aetna Investment Contract
Beginning balance	\$ 927,922
Participant distributions	(27,366)
Service fees	(11,706)
Investment return	<u>52,009</u>
Ending balance	<u>\$ 940,859</u>

Note E - Accumulated Plan Benefits

A summary of the actuarial present values of accumulated plan benefits for 2012 and 2011 are as follows:

	<u>2012</u>	<u>2011</u>
Currently receiving benefits	\$11,415,730	\$10,773,680
Active employees, vested	1,727,310	1,864,836
Terminated, vested	<u>6,884,785</u>	<u>6,200,220</u>
	20,027,825	18,838,736
Nonvested benefits	<u>3,070</u>	<u>6,749</u>
Total actuarial present value of accumulated plan benefits	<u>\$20,030,895</u>	<u>\$18,845,485</u>

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note E - Accumulated Plan Benefits (Continued)

Changes in the actuarial present value of accumulated benefits are summarized below:

	<u>2012</u>	<u>2011</u>
Actuarial present value of accumulated benefits –		
Beginning of year	\$18,845,485	\$18,305,389
Changes in assumptions	896,240	436,527
Benefits accumulated and actuarial experience	187,688	(68,744)
Benefits paid	(1,309,992)	(1,243,341)
Increase for interest	<u>1,411,474</u>	<u>1,415,654</u>
Net increase	<u>1,185,410</u>	<u>540,096</u>
Actuarial present value of accumulated plan benefits –		
End of period	<u>\$20,030,895</u>	<u>\$18,845,485</u>

Note F - Contract with Insurance Company

The Company entered into an investment contract with Aetna under which the Plan deposited \$400,000. Aetna maintains the contributions primarily in an unallocated fund to which it adds interest based on current interest rates. In 2012 and 2011, the average annual effective interest rate used for reporting was 5.39% and 5.73%, respectively. At the direction of the Plan's Administrator, a single premium to buy an annuity for a retiring employee is withdrawn by Aetna from the unallocated fund. Purchased annuities are contracts under which Aetna is obligated to pay benefits to named employees or their beneficiaries. The premium rates for such annuities to be purchased in the future and maximum administrative expense charges against the funds are guaranteed by Aetna.

Note G - Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated January 30, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plan and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

The Plan has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subjected to routine audits by taxing jurisdictions; however, there are currently no audits for any tax period in progress. The Plan believes it is no longer subject to income tax examinations for years prior to 2009.

VICTOR TECHNOLOGIES RETIREMENT PLAN

Notes to Financial Statements - Continued

December 31, 2012

(See Independent Auditor's Report)

Note H - Plan Termination

While the Company has not expressed any intent to terminate the Plan or discontinue contributions, it is free to do so at any time, subject to the provisions set forth in ERISA. Should the Plan be terminated at some future time, each participant who is an employee on the date of termination shall have a 100% vested and nonforfeitable right to benefits accrued. All assets of the Plan shall be allocated by the Company among participants, surviving spouses and joint annuitants in the manner prescribed by Section 4011(a) of ERISA. Any residual assets of the Plan remaining after such allocation may be distributed to the Company if all liabilities of the Plan to participants, surviving spouses and joint annuitants have been satisfied and such a distribution does not contravene any provision of law. Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (the "PBGC") if the Plan terminates. Generally, the PBGC guarantees certain vested normal age retirement benefits, early retirement benefits and certain disability and survivor pensions. However, the PBGC does not guarantee all types of benefits under covered plans.

Whether all participants receive their benefits, should the Plan terminate at some future time, will depend on the sufficiency at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the level of the benefits guaranteed by the PBGC.

Note I - Risk and Uncertainties

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

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Supplemental Schedule

VICTOR TECHNOLOGIES RETIREMENT PLAN
EIN #74-2482571 PLAN 001

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

December 31, 2012

(See Independent Auditor's Report)

Identity of Issuer Borrower, Lessor, or a) b) Similar Party		c)	Description of Investments	d)	Cost	e)	Current Value
	PIMCO Funds		Total Return Instl	\$	3,110,996	\$	3,204,019
	Fidelity		Spartan 500 Index Adv		2,684,610		3,029,988
	Vanguard		Small Cap Index Signal		2,335,592		2,699,296
	American Funds		American Funds Europacific GR R6		1,848,037		2,144,923
	Vanguard		REIT Index Signal		1,615,718		1,826,561
	Columbia		Mid Cap Index Z		1,169,928		1,285,304
*	Aetna		Investment Contract		400,000		952,060
	Vanguard		Growth Index Inv		697,017		801,620
	Vanguard		Value Index Inv		694,897		776,388
	Vanguard		Long Term Bond Index Inv		650,255		666,119
	JP Morgan		Short Duration Bond Select		630,354		630,500
	PIMCO Funds		High Yield Instl		511,068		546,996
					<u>\$ 16,348,472</u>		<u>\$ 18,563,774</u>

* Indicates Party-in-Interest to the Plan

**Attachment to 2012 Form 5500 Schedule SB,
Line 26 – Schedule of Active Participant Data**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

.....Completed Years of Credited Service

<u>Age</u>	0 to <u>1</u>	1 to <u>4</u>	5 to <u>9</u>	10 to <u>14</u>	15 to <u>19</u>	20 to <u>24</u>	25 to <u>29</u>	30 to <u>34</u>	35 to <u>39</u>	40 <u>+</u>	<u>Total</u>
0 – 24	0	0	0	0	0	0	0	0	0	0	0
25 – 29	0	0	0	0	0	0	0	0	0	0	0
30 – 34	0	0	0	0	0	0	0	0	0	0	0
35 – 39	0	0	0	0	0	0	0	0	0	0	0
40 – 44	0	6	0	0	0	0	0	0	0	0	6
45 – 49	2	13	5	0	0	0	0	0	0	0	20
50 – 54	1	4	11	17	0	0	0	0	0	0	33
55 – 59	0	8	7	28	20	0	0	0	0	0	63
60 – 64	1	4	5	20	13	2	0	0	0	0	45
65 – 69	0	1	1	2	2	1	0	0	0	0	7
70 & Up	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
Totals	4	36	29	68	35	4	0	0	0	0	176

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Statement of Actuarial Assumptions/Methods**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

A ACTUARIAL COST METHOD

The actuarial cost method used to determine the target normal cost, target liability and required contribution amounts for the plan is the Traditional Unit Credit Actuarial Cost Method. Under this method, both the target normal cost and target liability are based on the annual accrual of benefits as accruals occur each year.

The target liability for each active plan participant is equal to the actuarial present value of the participant's accrued benefit as of the valuation date. The total target liability of the plan is equal to the sum of such liabilities as determined for each active participant plus the actuarial present value of benefits being paid, or due to be paid, to retirees, beneficiaries and former participants with deferred vested benefits.

The target normal cost for each active participant is equal to the actuarial present value of the benefit expected to be earned during the year starting on the valuation date. The total target normal cost of the plan is the sum of the target normal costs for each active plan participant.

All employees who are plan participants on a valuation date are included in the actuarial valuation.

B ASSET VALUATION METHOD

The actuarial value of assets is equal to the market value of assets on the valuation date reduced by the sum of:

1. 66.67% of gains and losses of the prior year;
2. 33.33% of gains and losses of the second prior year.

Investment gains and losses are determined by the excess or deficiency of the expected return over the actual return on the market value (including employer contributions receivable for any given year. However, the expected return on assets may be limited by certain statutory interest rates.

The actuarial valuation of assets is further constrained to be not less than 90% or more than 110% of market value (including employer contributions receivable).

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Statement of Actuarial Assumptions/Methods**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

C INTEREST RATE METHODS

<u>Target Liability Interest Rates</u>	Segment rates for September prior to the valuation date as adjusted in accordance with Code Section 430(h)(2)(C)(iv).
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<u>PBGC Interest Rates</u>	Based on the alternative premium funding target and the Target Liability Interest Rates, unadjusted by Code Section 430(h)(2)(C)(iv).
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<u>Expected Investment Return/ ASC 960-20 Interest Rate</u>	7.75% (previously, 8.00%).
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D ACTUARIAL ASSUMPTIONS

<u>Pre- and Post-Retirement Mortality</u>	Static mortality table in accordance with IRS Regulation 1.430(h)(3)-1 for the valuation year.
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<u>Salary Increases</u>	Not applicable.
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IRC Maximum Benefit and
Compensation Limitations

<i>Benefit Limit</i>	\$200,000 for 2012 (previously, \$195,000).
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<i>Compensation Limit</i>	Not applicable.
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<u>Withdrawal Rates</u>	Sample probabilities are as follows:
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<u>Age</u>	<u>Rate</u>
25	9.67%
40	7.75%
55	0.00%

<u>Retirement Rates</u>	Rates of retirement are as follows:
-------------------------	-------------------------------------

<u>Age(s)</u>	<u>Retirement Rates</u>
55 - 58	2.0%
59	2.5%
60 - 63	3.0%
64	6.5%
65	100.0%

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Statement of Actuarial Assumptions/Methods**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

D ACTUARIAL ASSUMPTIONS (cont'd)

Form of Payment

Non-Stoody Deloro Stellite:
Joint and 50% Survivor Annuity
Stoody Deloro Stellite:
Life Annuity

Marital Assumption

It is assumed that 85% of all active participants are married. Husbands are assumed to be three years older than their wives.

Plan Expenses

\$175,000 (previously, \$160,000).

Identity of party	FUND ID	Description of Asset	Purchase Price	Selling Price	Lease Rental	Transaction Expenses	Cost of Asset	Current value of asset on	Net gain or loss	Number of Transactions
Diversified Retirement Corporation	S302	JPMORGAN SHORT BD	\$ 1,024,670.80	\$ -	\$ -	\$ -	\$ -	\$ 1,024,670.80	\$ -	38
			\$ -	\$ 1,148,714.13	\$ -	\$ -	\$ 1,145,950.05	\$ 1,148,714.13	\$ 2,764.08	52
Diversified Retirement Corporation	VD25	VANGUARD PRIMEMMKT	\$ 1,440,792.55	\$ -	\$ -	\$ -	\$ -	\$ 1,440,792.55	\$ -	25
			\$ -	\$ 1,440,792.55	\$ -	\$ -	\$ 1,440,792.55	\$ 1,440,792.55	\$ 0.00	32
Total of Purchases:										63
Total of Sales:										84

SCHEDULE SB (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>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	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

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan VICTOR TECHNOLOGIES RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF VICTOR TECHNOLOGIES GROUP, INC.	D Employer Identification Number (EIN) 74-2482571	

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B **F** Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>		
2	Assets:		
	a Market value	2a	17024032
	b Actuarial value	2b	17241250
3	Funding target/participant count breakdown:	(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment	3a	11510126
	b For terminated vested participants	3b	6878435
	c For active participants:		
	(1) Non-vested benefits	3c(1)	18100
	(2) Vested benefits	3c(2)	2054958
	(3) Total active	3c(3)	2073058
	d Total	3d	20461619
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☒		
	a Funding target disregarding prescribed at-risk assumptions	4a	20289701
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	21149292
5	Effective interest rate	5	6.93 %
6	Target normal cost	6	175000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary COLIN B. CASSIDY, A.S.A., E.A. Type or print name of actuary TRANSAMERICA Firm name 24 PRIME PARK WAY, SUITE 400 Address of the firm NATICK, MA 01760-1528	09/18/2013 Date 11-05294 Most recent enrollment number (508) 903-6011 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	8938
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	8938
10 Interest on line 9 using prior year's actual return of <u>0.96</u> %	0	86
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>6.21</u> % except as otherwise provided (see instructions)		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	9024

Part III Funding Percentages

14 Funding target attainment percentage	14	84.93 %
15 Adjusted funding target attainment percentage	15	84.93 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	70.17 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04-13-2012	376852				
07-13-2012	376852				
10-15-2012	45418				
01-15-2013	266374				
09-13-2013	177998				
Totals ▶			18(b)	1243494	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 1183886

20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 4
22 Weighted average retirement age			22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	175000
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		3229393	1008886
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)		34	1183886
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)		36	1183886
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	1183886
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

**Attachment to 2012 Form 5500 Schedule SB,
Line 19 – Discounted Employer Contributions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

<u><i>Date</i></u>	<u><i>Actual Contribution</i></u>	<u><i>Discounted Contribution</i></u>	<u><i>Effective Rate</i></u>	<u><i>Plan Year</i></u>
April 13, 2012	\$ 376,852	\$ 369,813	6.93%	1/1/2012 – 12/31/2012
July 13, 2012	376,852	363,703	6.93%	1/1/2012 – 12/31/2012
October 15, 2012	45,418	43,085	6.93%	1/1/2012 – 12/31/2012
January 15, 2013	266,374	248,473	6.93%	1/1/2012 – 12/31/2012
September 13, 2013	<u>177,998</u>	<u>158,812</u>	6.93%	1/1/2012 – 12/31/2012
Total	\$ 1,243,494	\$ 1,183,886		

**Attachment to 2012 Form 5500 Schedule SB,
Line 22 – Description of Weighted Average Retirement Age**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

The average retirement age for Line 22 was calculated by creating a hypothetical life table with retirement as the only decrement, and then computing the average retirement age for the table.

x	q_x^r	l_x	${}_{x-55}p_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.02	1,000,000	1	0.02	1.1
56	0.02	980,000	0.98	0.0196	1.0976
57	0.02	960,400	0.9604	0.01921	1.094856
58	0.02	941,192	0.94119	0.01882	1.0917827
59	0.025	922,368	0.92237	0.02306	1.360493
60	0.03	899,309	0.89931	0.02698	1.6187561
61	0.03	872,330	0.87233	0.02617	1.5963633
62	0.03	846,160	0.84616	0.02538	1.5738572
63	0.03	820,775	0.82078	0.02462	1.5512648
64	0.065	796,152	0.79615	0.05175	3.3119913
65	1	744,402	0.7444	0.7444	48.386123

Average age at retirement 63.783087

Rounded for Schedule SB item 22

64

**Attachment to 2012 Form 5500 Schedule SB,
Line 4 – Additional Information for Plans in At-Risk Status**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

When valuing the at-risk target liability, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year. The assumed form of payment is a single life annuity. This is the optional form that results in the highest present value based on the plan's optional form conversion factors and the 2012 actuarial assumptions.

Current Service Earnings are not credited after December 31, 1989. In general, Current Service Earnings are the January 1 monthly base rate of pay.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

A Non-Stoody Deloro Stellite, Inc. Participants (cont'd)

Normal Retirement Benefit

Eligibility

Age 65.

Amount

Benefit accruals ceased as of December 31, 1989.

The monthly benefit accrued in any year is equal to the sum of (a) and (b) as follows:

(a) 1.5% of Current Service Earnings for such year not in excess of \$500, and

(b) 2.0% of Current Service Earnings for such year in excess of \$500.

The benefit is prorated for fractional years of credited service.

The normal retirement benefit is the sum of benefits accrued each year.

Early Retirement Benefit

Eligibility

Age 55 and 10 years of service.

Amount

Reduced by 6% for each of the first 3 years, 5% for each of the next 2 years, 4% for each of the next 3 years, and 3% for the next 2 years by which the starting date of payments precedes the normal retirement date.

Deferred Vested Benefit

Eligibility

5 years of service.

Amount

The deferred vested benefit is determined in the same manner as the early retirement benefit calculated on a participant's date of termination.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

A Non-Stoody Deloro Stellite, Inc. Participants (cont'd)

Disability Benefit

<i>Eligibility</i>	Total disability as defined in the Company's long term disability plan.
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<i>Amount</i>	The disability benefit is determined in the same manner as the deferred vested benefit calculated on the participant's date of disability.
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Pre-Retirement Death Benefit

<i>Eligibility</i>	Death in active service of a married participant who qualified for a vested benefit.
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<i>Amount</i>	The surviving spouse receives a benefit based on the 100% joint and survivor annuity option at the time of payment. Reduced payments may begin prior to age 65. The reduction is the same as for early retirement for the first 10 years by which the starting date of payments precedes the participant's normal retirement date; thereafter, the reduction increases by 3% a year.
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Form of Payment

<i>Normal</i>	Single: Straight life annuity.
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Married: Unreduced 50% joint and survivor annuity.

<i>Elective</i>	66-2/3%, 75% and 100% joint and survivor annuity available, if married.
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Period certain benefit to a maximum guaranteed period of the lesser of life expectancy and 10 years.

If the actuarially equivalent single sum value of the accrued benefit does not exceed \$7,500, a lump sum distribution in lieu of monthly payments.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

B Salaried Stoodly Deloro Stellite, Inc. Participants

<u>Effective Date</u>	The Stoodly Deloro Stellite, Inc. Salaried Employee's Plan was established February 15, 1985.
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<u>Participation</u>	Participation was frozen on December 31, 1989.
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Prior to that, all employees who are participants in The Pacific Lumber Company Retirement Plan on February 14, 1985 and who were employees of the Company on February 15, 1985 became participants in the Plan on that date.

After February 14, 1985, an employee became a participant on the first day of the month following twelve consecutive months of service as a full-time employee. An employee who was not a full-time employee became a participant at the end of one year of service in which credit for 1,000 hours of service was granted.

Service

<i>Vesting Service</i>	One year of service is credited for each calendar year in which an employee receives credit for at least 1,000 hours of service based on a 190 hours per month equivalency. Service for this purpose is measured for date of hire.
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<i>Credited Service</i>	Credited service accruals ceased on December 31, 1989.
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Credited service is used to determine the amount of benefit payable from the Plan. One year of benefit service was granted for each calendar year in which an employee received credit for 2,280 hours of service based on a 190 hours per month equivalency, provided however, that no credited service was granted prior to April 1, 1986 and for employment with a predecessor company unless otherwise specified in the Plan.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

B Salaried Stooddy Deloro Stellite, Inc. Participants (cont'd)

Current Service Earnings

Current Service Earnings are not credited after December 31, 1989. In general, current service earnings are the January 1 monthly base rate of pay.

Normal Retirement Benefit

Eligibility

Age 65.

Amount

Benefit accruals ceased as of December 31, 1989.

The monthly benefit accrued in any year is equal to the sum of (a) and (b) as follows:

- (a) 1.5% of Current Service Earnings for such year not in excess of \$500, and
- (b) 2.0% of Current Service Earnings for such year in excess of \$500.

The benefit is prorated for fractional years of credited service.

The normal retirement benefit is the sum of benefits accrued each year.

Early Retirement Benefit

Eligibility

Age 55 and 5 years of service.

Amount

Reduced by 6% for each of the first 3 years, 5% for each of the next 2 years, 4% for each of the next 3 years, and 3% for the next 2 years by which the starting date of payments precedes the normal retirement date.

Deferred Vested Benefit

Eligibility

5 years of service.

Amount

The deferred vested benefit is determined in the same manner as the early retirement benefit calculated on a participant's date of termination.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

B Salaried Stooddy Deloro Stellite, Inc. Participants (cont'd)

Disability Benefit

<i>Eligibility</i>	Total disability as defined in the Company's long term disability plan.
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<i>Amount</i>	The disability benefit is determined in the same manner as the deferred vested benefit calculated on the participant's date of disability.
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Pre-Retirement Death Benefit

<i>Eligibility</i>	Death in active service of a married participant who qualified for a vested benefit.
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<i>Amount</i>	The surviving spouse receives a benefit based on the 50% joint and survivor annuity option at time of payment. Reduced payments may begin prior to age 65. The reduction is the same as for early retirement. The death benefit for those who were participants in the plan on February 15, 1985 is equal to 50% of the accrued benefit at date of death reduced for early commencement, if applicable.
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Form of Payment

<i>Normal</i>	Single: Straight life annuity.
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Married: Reduced 50% joint and survivor annuity.

<i>Elective</i>	66-2/3%, 75% and 100% joint and survivor annuity available, if married.
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Period certain benefit to a maximum guaranteed period of the lesser of life expectancy and 10 years.

If the actuarially equivalent single sum value of the accrued benefit does not exceed \$7,500, a lump sum distribution in lieu of monthly payments.

**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

C Hourly Union Stooddy Deloro Stellite, Inc. Participants

<u>Effective Date</u>	The Retirement Plan for Employees of Stooddy Deloro Stellite, Inc. who were also members of Local 803, Allied Industrial Workers of America, AFL-CIO was established February 25, 1977.
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<u>Participation</u>	Participation was frozen on December 31, 1994. Prior to that, an employee became a participant on the later of the Plan's effective date and when the employee entered the Bargaining Unit.
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<u>Service</u>	Service accruals ceased on December 31, 1994. One year of service was credited for each calendar year in which an employee received credit for at least 1,000 hours of service.
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Normal Retirement Benefit

<i>Eligibility</i>	Age 65 or 1 year of participation, if later.
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<i>Amount</i>	Benefit accruals ceased as of December 31, 1994. The monthly benefit is \$18.00 for each year of service.
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Early Retirement Benefit

<i>Eligibility</i>	Age 55 and 10 years of service.
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<i>Amount</i>	Greater of (a) and (b): (a) the actuarial equivalent of normal retirement benefit, and (b) the amount obtained by reducing the normal retirement benefit by 0.5% for each month that early retirement precedes normal retirement.
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**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

C Hourly Union Stooddy Deloro Stellite, Inc. Participants (cont'd)

Late Retirement Benefit

<i>Eligibility</i>	First day of any month following normal retirement date.
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<i>Amount</i>	The late retirement benefit is determined in same manner as the normal retirement benefit, but based on the number of pension credits to late retirement date.
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Deferred Vested Benefit

<i>Eligibility</i>	5 years of service.
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<i>Amount</i>	The deferred vested benefit is determined in same manner as the normal retirement benefit, but based on the number of pension credits to date of termination.
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Disability Benefit

<i>Eligibility</i>	Total disability as defined in Company's long term disability plan.
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<i>Amount</i>	The disability benefit is determined in the same manner as the deferred vested benefit calculated on the participant's date of disability.
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Pre-Retirement Death Benefit

<i>Eligibility</i>	All participants over 30 with 20 years of service, or who are vested and who have been married one year.
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<i>Amount</i>	50% of the accrued benefit reduced for early retirement.
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**Attachment to 2012 Form 5500 Schedule SB,
Part V – Summary of Plan Provisions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

C Hourly Union Stooddy Deloro Stellite, Inc. Participants (cont'd)

Form of Payment

Normal

Single: Straight life annuity.

Married: Reduced 50% joint and survivor annuity.

Elective

66-2/3%, 75% and 100% joint and survivor annuity;
10 years certain and life annuity; social security
leveling option.

Period certain benefit to a maximum guaranteed
period of the lesser of life expectancy and 10
years.

If the actuarially equivalent single sum value of the
accrued benefit does not exceed \$7,500, a lump
sum distribution in lieu of monthly payments.

**ATTACHMENT TO THE 2012 SCHEDULE H OF FORM 5500
LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)**

Plan Sponsor: Victor Technologies Group, Inc.

Plan Name: Victor Technologies Retirement Plan

Plan Year: January 1, 2012 to December 31, 2012

EIN: 74-2482571

Plan No.: 001

Item 4i- Schedule of Assets Held at End of Year

Page 18 of the attached auditor's report of the Plan for the plan year ending December 31, 2012 provides the schedule of assets information.

**Attachment to 2012 Form 5500 Schedule SB,
Line 32 – Schedule of Amortization Bases**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

Amortization Schedule

(a) <u>Year</u>	(b) <u>Type</u>	(c) <u>Present Value</u>	(d) <u>Years Left</u>		(e) <u>Payment</u>
2008	Shortfall	\$ 1,341,060	3	\$	471,328
2009	Shortfall	1,291,759	4		349,509
2010	Shortfall	987,847	5		219,428
2011	Shortfall	1,603,263	6		307,143
2012	Shortfall	<u>(1,994,536)</u>	7		<u>(338,522)</u>
Total		\$ 3,229,393		\$	1,008,886

**Attachment to 2012 Form 5500 Schedule SB,
Line 24 – Change in Actuarial Assumptions**

**Plan Name: Victor Technologies Retirement Plan
Plan Sponsor: Victor Technologies Group, Inc.**

**E.I.N.: 74-2482571 Plan No.: 001
Plan Year: January 1, 2012 to December 31, 2012**

For 2012, \$175,000 included in target normal cost to cover expected expenses (previously, \$160,000).