

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

Part II	Basic Plan Information —enter all requested information		
1a Name of plan	<u>AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN</u>		1b Three-digit plan number (PN) ▶ <u>006</u> 1c Effective date of plan <u>06/21/2002</u>
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)	<u>AIR DISTRIBUTION TECHNOLOGIES INC</u> <u>1301 W PRESIDENT GEORGE BUSH HWY</u> <u>RICHARDSON, TX 75080</u>		2b Employer Identification Number (EIN) <u>99-0382064</u> 2c Sponsor's telephone number <u>972-943-6154</u> 2d Business code (see instructions) <u>333310</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/03/2013	LARRY RONSKO
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
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 AIR DISTRIBUTION TECHNOLOGIES INC RETIREMENT COMMITTEE 1301 W PRESIDENT GEORGE BUSH HWY RICHARDSON, TX 75080		3b Administrator's EIN 99-0382064 3c Administrator's telephone number 972-943-6154
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 SELKIRK CORPORATION		4b EIN 71-0886094 4c PN 001
5 Total number of participants at the beginning of the plan year		5 2652
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	321
b Retired or separated participants receiving benefits.....	6b	1124
c Other retired or separated participants entitled to future benefits.....	6c	1640
d Subtotal. Add lines 6a , 6b , and 6c	6d	3085
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	171
f Total. Add lines 6d and 6e	6f	3256
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1G 1I 3H 1B		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE 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>AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>006</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>AIR DISTRIBUTION TECHNOLOGIES INC</u>	D Employer Identification Number (EIN) <u>99-0382064</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: <table><tr><td>a Market value</td><td>2a</td><td><u>65078558</u></td></tr><tr><td>b Actuarial value</td><td>2b</td><td><u>65078558</u></td></tr></table>	a Market value	2a	<u>65078558</u>	b Actuarial value	2b	<u>65078558</u>																		
a Market value	2a	<u>65078558</u>																							
b Actuarial value	2b	<u>65078558</u>																							
3	Funding target/participant count breakdown: <table><tr><td></td><td>(1) Number of participants</td><td>(2) Funding Target</td></tr><tr><td>a For retired participants and beneficiaries receiving payment.....</td><td>3a</td><td><u>988</u> <u>25506189</u></td></tr><tr><td>b For terminated vested participants.....</td><td>3b</td><td><u>1470</u> <u>27054955</u></td></tr><tr><td>c For active participants:</td><td></td><td></td></tr><tr><td> (1) Non-vested benefits.....</td><td>3c(1)</td><td><u>31723</u></td></tr><tr><td> (2) Vested benefits.....</td><td>3c(2)</td><td><u>3611479</u></td></tr><tr><td> (3) Total active</td><td>3c(3)</td><td><u>194</u> <u>3643202</u></td></tr><tr><td>d Total</td><td>3d</td><td><u>2652</u> <u>56204346</u></td></tr></table>		(1) Number of participants	(2) Funding Target	a For retired participants and beneficiaries receiving payment.....	3a	<u>988</u> <u>25506189</u>	b For terminated vested participants.....	3b	<u>1470</u> <u>27054955</u>	c For active participants:			(1) Non-vested benefits.....	3c(1)	<u>31723</u>	(2) Vested benefits.....	3c(2)	<u>3611479</u>	(3) Total active	3c(3)	<u>194</u> <u>3643202</u>	d Total	3d	<u>2652</u> <u>56204346</u>
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4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐ <table><tr><td>a Funding target disregarding prescribed at-risk assumptions</td><td>4a</td><td></td></tr><tr><td>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</td><td>4b</td><td></td></tr></table>	a Funding target disregarding prescribed at-risk assumptions	4a		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																			
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5	Effective interest rate	5	<u>5.55</u> %																						
6	Target normal cost.....	6	<u>506853</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>07/24/2013</u> Date
<u>JOHN R. GRANGE</u> Signature of actuary	<u>11-05450</u> Most recent enrollment number
<u>TOWERS WATSON DELAWARE INC.</u> Type or print name of actuary	<u>303-298-7878</u> Telephone number (including area code)
<u>950 17TH STREET SUITE 1400 DENVER, CO 80202</u> Firm name	
<u>Address of the firm</u>	

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)	3051716	155118
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	684012	0
9 Amount remaining (line 7 minus line 8)	2367704	155118
10 Interest on line 9 using prior year's actual return of <u>21.94</u> %	496428	34086
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>6.33</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)	2864132	189204

Part III Funding Percentages		
14 Funding target attainment percentage	14	110.35 %
15 Adjusted funding target attainment percentage	15	115.78 %
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	131.64 %
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
Totals ►			18(b)	0	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	0
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		

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

21 Discount rate:				
a Segment rates:	1st segment: 2.06%	2nd segment: 5.25%	3rd segment: 6.32 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 63
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	506853	
b Excess assets, if applicable, but not greater than line 31a	31b	506853	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
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	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	0	
	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	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
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>AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>006</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AIR DISTRIBUTION TECHNOLOGIES INC</u>	D Employer Identification Number (EIN) <u>99-0382064</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

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

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

TOWERS WATSON

950 SEVENTEENTH STREET, SUITE 1400
DENVER, CO 80202

(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 17	NONE	158155	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TAFT STETTINIUS & HOLLISTER LLP

31-0541755

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	NONE	40571	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

THE NORTHERN TRUST COMPANY

50 SOUTH LA SALLE STREET
CHICAGO, IL 60603

(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?
21 28	NONE	37041	Yes ☒ No ☐	Yes ☒ No ☐	0	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)

NISA INVESTMENT ADVISORS

150 NORTH MERAMAC
ST LOUIS, MO 63105

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	36136	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?
13 23	NONE	30822	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

ANTON COLLINS MITCHELL LLP

303 EAST 17TH AVENUE
DENVER, CO 80203

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	25308	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

DAVIS GRAHAM & STUBBS LLP

84-0421951

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	NONE	5478	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(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 D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>006</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AIR DISTRIBUTION TECHNOLOGIES INC</u>	D Employer Identification Number (EIN) <u>99-0382064</u>	

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

b Name of sponsor of entity listed in (a): TOMKINS INDUSTRIES INC

c EIN-PN <u>36-7045730-001</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: AIR DISTRIBUTION TECHN MASTER TRST

b Name of sponsor of entity listed in (a): AIR DISTRIBUTION TECHNOLOGIES INC

c EIN-PN <u>99-0382064-007</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>98459653</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 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 AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN		B Three-digit plan number (PN) ► 006
C Plan sponsor's name as shown on line 2a of Form 5500 AIR DISTRIBUTION TECHNOLOGIES INC		D Employer Identification Number (EIN) 99-0382064

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)		
(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)	65078558	98459653
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	65078558	98459653

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	104146	103131
i Acquisition indebtedness	1i		
j Other liabilities.....	1j	99593	120316
k Total liabilities (add all amounts in lines 1g through 1j)	1k	203739	223447

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	64874819	98236206
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Part II Income and Expense Statement

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

Income

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

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		8188644
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		8188644

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3997549	
(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)		3997549
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)	229513	
(2) Contract administrator fees	2i(2)	30822	
(3) Investment advisory and management fees	2i(3)	73176	
(4) Other	2i(4)	95944	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		429455
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4427004

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		3761640
l Transfers of assets:			
(1) To this plan.....	2l(1)		29599747
(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: **ANTON COLLINS MITCHELL LLP**

(2) EIN: **01-0724563**

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
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.			

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

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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

A Name of plan <u>AIR DISTRIBUTION TECHNOLOGIES INC CONSOLIDATED PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>006</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AIR DISTRIBUTION TECHNOLOGIES INC</u>	D Employer Identification Number (EIN) <u>99-0382064</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>36-1561860</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>55</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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:

Stock: 61.0% Investment-Grade Debt: 34.0% High-Yield Debt: 0.0% Real Estate: 0.0% Other: 5.0%

- 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):

Air Distribution Technologies Inc. Consolidated Pension Plan

Financial Statements

As of and for the Years Ended December 31, 2012 and 2011



Air Distribution Technologies Inc. Consolidated Pension Plan

Financial Statements

As of and for the Years Ended December 31, 2012 and 2011

Air Distribution Technologies Inc. Consolidated Pension Plan

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NOTE: Schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Independent Auditor's Report

**To the Plan Administrator of
Air Distribution Technologies Inc. Consolidated Pension Plan
Dallas, Texas**

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Air Distribution Technologies Inc. Consolidated Pension Plan (f/k/a Tomkins/Selkirk Consolidated Retirement Plan) (the 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

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 5, which was certified by The Northern Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2012 and 2011, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

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

Emphasis of Matter

As further discussed in Note 1 to the financial statements, the General Purposes Committee of the Corporation's Board of Directors resolved to merge the Lau (Dayton) Hourly Employees' Pension Plan, the Lau (Indianapolis) Hourly Employees' Pension Plan and the Ruskin Company Hourly Employees Pension Plan into the Plan effective December 31, 2012. Our opinion is not modified with respect to this matter.

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

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

Anton Collins Mitchell LLP

Denver, Colorado
September 21, 2013

Financial Statements



Air Distribution Technologies Inc. Consolidated Pension Plan

Statements of Net Assets Available for Benefits

<i>December 31,</i>	2012	2011
Assets:		
Investments, at fair value:		
Investment in Tomkins Master Trust	\$ -	\$ 65,078,558
Investment in ADTI Master Trust	98,459,653	-
Total assets	98,459,653	65,078,558
Liabilities:		
Accrued expenses	(103,131)	(104,146)
Due to other plans	(120,316)	(99,593)
Total liabilities	(223,447)	(203,739)
Net assets available for benefits	\$ 98,236,206	\$ 64,874,819

See accompanying independent auditor's report and notes to financial statements.

Air Distribution Technologies Inc. Consolidated Pension Plan

Statements of Changes in Net Assets Available for Benefits

<i>Years Ended December 31,</i>	2012	2011
Additions to (deductions from) net assets attributable to:		
Plan's interest in net investment income of the Tomkins Master Trust	\$ 8,552,886	\$ 5,407,074
Plan's interest in net investment loss of the ADTI Master Trust	(364,242)	-
Employer contributions	-	-
Benefits paid to participants	(3,997,549)	(807,086)
Administrative fees	(429,455)	(282,773)
Net increase prior to transfer from other plans due to plan mergers	3,761,640	4,317,215
Transfers from other plans due to plan mergers (Note 1)	29,599,747	35,735,337
Net assets available for benefits:		
Beginning of year	64,874,819	24,822,267
End of year	\$ 98,236,206	\$ 64,874,819

See accompanying independent auditor's report and notes to financial statements.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

1. PLAN DESCRIPTION

The following description of the Air Distribution Technologies Inc. Consolidated Pension Plan (f/k/a the Tomkins/Selkirk Consolidated Retirement Plan) (the “Plan”) is provided for general information purposes. Participants and all others should refer to the Plan Document for a more complete description of the Plan’s provisions.

General

The Plan is a noncontributory defined benefit pension plan available to substantially all employees of the Selkirk Corporation (“Selkirk”), formerly a wholly owned subsidiary of the Tomkins Industries Inc. (“Tomkins”).

Effective January 1, 2012, the Plan Document was amended and restated for the following to: (1) include the mergers of the ASC Tucson Production and Maintenance Employees Pension Plan (the “ASC Plan”), the Tomkins Consolidated Frozen Pension Plan (the “Consolidated Plan”), and the Hart & Cooley, Inc. Hourly Employees Retirement Plan (the “H&C Plan”) into the Selkirk Corporation Pension Plan (the “Selkirk Plan”), effective December 31, 2011; (2) incorporate amendments to the Plan that have been adopted since the January 1, 2008 restatement; (3) reflect any additional legal requirements contained in the 2010 Cumulative List of Changes in Plan Qualification Requirements, as issued by the Internal Revenue Service in Notice 2010-90; and (4) add a lump sum benefit payment option to the Plan. In addition, the Selkirk Plan changed its name to the Tomkins/Selkirk Consolidated Retirement Plan.

Effective December 31, 2012, the Plan Document was amended and restated to include the mergers of the Lau (Dayton) Hourly Employees’ Pension Plan (the “Dayton Plan”), the Lau (Indianapolis) Hourly Employees’ Pension Plan (the “Indy Plan”), and the Ruskin Company Hourly Employees Pension Plan (the “Ruskin Plan”) into the Plan. In addition, the Tomkins/Consolidated Retirement Plan changed its name to the Air Distribution Technologies, Inc. Consolidated Pension Plan.

Pursuant to a corporate transaction, effective November 9, 2012, the plan sponsor was changed from Tomkins to Air Distribution Technologies, Inc. (the “Company” or “ADTI”).

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

1. PLAN DESCRIPTION (CONTINUED)

Plan Mergers

Pursuant to a corporate resolution, effective December 31, 2011, the ASC Plan, the Consolidated Plan, and the H&C Plan (collectively the “2011 Merged Plans”) were merged into the Plan. Net assets of \$35,735,337 and accumulated plan benefit obligations of approximately \$29,494,000 were merged into the Plan. The benefits, rights and features of the 2011 Merged Plans have been retained and are now included in the restated Plan document. There were active employees within the ASC Plan, along with plan members that are in pay status or have a deferred vested benefit. There were no active employees of the Consolidated Plan or the H&C Plan, and all plan members are either in pay status or have a deferred vested benefit.

Pursuant to a corporate resolution, effective December 31, 2012, the Dayton Plan, the Indy Plan and the Ruskin Plan (collectively the “2012 Merged Plans”) were merged into the Plan. Net assets of \$29,599,747 and accumulated plan benefit obligations of approximately \$24,410,000 were merged into the Plan as of the merger date. The benefits, rights and features of the 2012 Merged Plans have been retained and are now included in the restated Plan document. There are no active employees of the 2012 Merged Plans, only members who are in either pay status or have a deferred benefit.

Trustee and Administration of the Plan

A single trust agreement, The Tomkins US Master Trust for Defined Benefit Plans Agreement (“Tomkins Master Trust”), governed the assets of the plans from Tomkins and their affiliates (collectively, the “Tomkins Participating Plans”). The Tomkins North American Retirement Board (the “TNARB”) administered the Plan. The TNARB had full power, authority and responsibility to control and manage the operations and administration of the Plan. The Northern Trust Company (“Northern Trust” or “Trustee”) was appointed by the TNARB as trustee for certain qualified defined benefit pension plans for the Company and Tomkins.

On September 6, 2012, the members of the TNARB consented to divide the Tomkins Master Trust, effective October 1, 2012, into two trusts determined by business line: the Gates Industrial & Automotive Defined Benefit Master Retirement Trust and the Air Distribution Technologies Inc. (f/k/a Tomkins Building Products) Defined Benefit Master Retirement Trust (“ADTI Master Trust”). Northern Trust was appointed as trustee of both trusts.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

1. PLAN DESCRIPTION (CONTINUED)

The ADTI Master Trust Agreement governs the assets of the plans from the Company and their affiliates (collectively, the “ADTI Participating Plans”).

Effective November 9, 2012, the Air Distribution Technologies Retirement Committee (the “Plan Administrator” or “Retirement Committee”) administers the Plan. The Plan Administrator has full power, authority and responsibility to control and manage the operations and administration of the Plan.

Multiple Plan Provisions

As further discussed above, multiple plans have been merged into the Plan. The benefits, rights and features of each merged plan have been retained and are detailed in the appendices of the Plan document. Participants should refer to the Plan document for a more complete description of the various Plan provisions.

Eligibility

Each employee was eligible to enter the Plan upon meeting the eligibility requirements, as specified within the Plan Document.

Pension Benefits and Vesting

Depending on the merged plan, pension benefits are generally calculated based on the following formulas: credited years of service multiplied by a monthly benefit rate (stipulated in the Plan document or collective bargaining agreement); or a percentage (stipulated in the Plan document) of average monthly compensation multiplied by years of service. Certain early retirement options and death benefits are also available.

Forfeitures

Non-vested amounts attributable to terminated participants that have been forfeited shall be used to reduce the contributions from the Company.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America (“GAAP”) requires plan management to make estimates and assumptions that affect the accompanying reported amounts of assets, liabilities, and changes therein; disclosure of contingent assets and liabilities; and the actuarial present value of accumulated plan benefits at the date of the financial statements, and changes therein. Actual results could differ from those estimates and such differences could be material.

In addition, the Plan holds (or held) a limited amount of investments through its interests in the ADTI Master Trust and Tomkins Master Trust (the “Master Trusts”) for which fair values have been estimated by the Trustee and Plan management in absence of readily determinable values. The information used to value these assets was the most current at the time of the valuation, and differences from the estimated value will be reported in future periods. See Note 6, *Investments in Master Trusts (Unaudited)* and Note 8, *Fair Value Measurements and Disclosures*, for further disclosure regarding investment valuation and fair value measurements.

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 Retirement Committee (and previously TNARB) determines the Plan’s valuation policies utilizing information provided by its investment advisors, trustee and custodians. The investments in the Master Trusts represent the Plan’s share of the Master Trusts net assets, which are valued at fair value. See Note 8, *Fair Value Measurements and Disclosures*, for a discussion of fair value measurements.

Interest and dividend income (including capital gain distributions) is recorded when earned or on the ex-dividend date, respectively. Net appreciation (depreciation) in the fair value of investments represents the realized and unrealized gains and losses on the investments. Purchases and sales are recorded on a trade-date basis.

As further described in Note 6, *Investments in Master Trusts (Unaudited)*, the Plan’s share of the income (loss), net appreciation (depreciation) in fair value of investments and expenses of the Master Trusts represent the Plan’s allocation of these items from the Master Trusts.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Concentration of Investments and Risks and Uncertainties

The Plan provides for various investment securities through its interest in the Master Trusts. Investment securities, in general, are subject to various risks, such as interest rate, credit and overall market volatility risk. Additionally, the value, liquidity and related income of the investment securities are sensitive to changes in the economic conditions, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates. Certain investments (such as the insurance company pooled separate accounts and some common/collective trusts) may be less liquid and include restrictions on their sale. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of such investment securities, it is possible that changes in the value of investment securities could occur in the near term and that such changes could affect the amounts reported in the Statements of Net Assets Available for Benefits and the funded status of the Plan.

As of December 31, 2012, approximately 61% of the ADTI Master Trust net assets were invested in the NTGI Collective Daily Russell 3000 Fund – Non-Lending (“Russell 3000”) and approximately 34% of the ADTI Master Trust net assets were invested in the US Treasury Bond Stripped Principal Fund (maturity date 8/15/2042). As of December 31, 2011, approximately 59%, of the Tomkins Master Trust net assets were invested in the Russell 3000. Fluctuations in the market value of these investments will affect the Master Trusts net assets.

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 possible that changes in these estimates and assumptions in the near term could impact the amounts reported in the financial statements and accompanying notes.

The Pension Protection Act of 2006, as amended by the Worker, Retiree and Employer Recovery Act of 2008, imposes certain benefit restrictions for qualified defined benefit plans that do not meet certain funding thresholds. A plan's funded percentage is referred to as the Adjusted Funding Target Attainment Percentage (“AFTAP”). The 2012 AFTAP for the Plan exceeded 80%; therefore, the Plan was not subject to any benefit restrictions.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Administrative Expenses and Investment Management Fees

The Plan's operating, investment and administrative expenses are generally paid as provided for in the Plan document. Expenses for trustee fees and investment management fees are generally allocated; however, other fees such as actuarial, auditing and legal fees are specifically identified and charged to the Participating Plans. Other administrative functions are performed by employees of the Company or its subsidiaries at no cost to the Plan. All other costs not paid by the Plan are paid by the Company and are excluded from these financial statements.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

3. FUNDING POLICY

The Company's policy is to make contributions to meet the minimum funding requirements under IRC 412. The Company elected to use certain funding balances to offset the minimum required contributions as allowable under the IRC and ERISA for the 2012 and 2011 plan years. The contributions for 2012 and 2011, as detailed in the actuary's valuation reports, met the minimum funding requirements of ERISA and the IRC.

4. 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 services rendered by employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to employees or their beneficiaries upon retirement, death, disability, or termination. Benefits payable under all circumstances noted above are included in the computation of the actuarial present value of accumulated plan benefits to the extent they are deemed attributable to employee service rendered to the freeze dates or valuation date.

The actuarial present value of accumulated plan benefits is determined by an actuary and is the 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 benefit payments (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The effect of any Plan amendments on accumulated plan benefits is recognized during the year in which such amendments are adopted.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

4. ACCUMULATED PLAN BENEFITS (CONTINUED)

The significant actuarial assumptions used in the actuarial valuation as of December 31, 2011 are as follows:

Discount Rate	7.25% per annum, compounded annually
Mortality	RP -2000 Combined Mortality Table for males and females projected twelve years
Form of Payment	Life Annuity and 50% of distributions assume lump sum option
Retirement	Age 65, if later, 5 th anniversary of the first day of the plan or Age 55 with 20 years of service

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The actuarial present value of accumulated plan benefits as determined by the actuary as of December 31, 2011 is as follows:

Vested benefits:	
Participants currently receiving benefits	\$ 21,418,227
Active participants	3,010,552
Deferred	22,637,275
Non-vested benefits	19,313
Total actuarial present value of accumulated plan benefits	\$ 47,085,367

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

4. ACCUMULATED PLAN BENEFITS (CONTINUED)

The changes in the actuarial present value of the Plan's accumulated plan benefits for the year ended December 31, 2011 are as follows:

Actuarial present value of accumulated plan benefits at January 1, 2011	\$ 15,953,573
Increase (decrease) during the year attributable to:	
Transfers from other plans due to plan mergers (see Note 1)	29,493,138
Decrease in the discount period	1,205,127
Actual benefits paid	(807,086)
Actuarial gain	(372,562)
Change in actuarial assumptions ^(a)	792,775
Plan amendments ^(b)	820,402
Net increase	31,131,794
Actuarial present value of accumulated plan benefits at December 31, 2011	\$ 47,085,367

- (a) The mortality table was updated from RP-2000 Combined Mortality Table to the RP-2000 mortality tables for males and females projected twelve years. The discount rate changed to 7.25% from 7.75% used in the prior valuation. The form of payment changed from life annuity to assumption that 50% elect lump sum option.
- (b) Lump option provision, discussed in (a) above.

5. INFORMATION CERTIFIED BY THE TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election and as requested by the Plan Administrator, the following information has been certified by the Trustee and was not subjected to any auditing procedures performed by the Plan's independent auditors, except for comparing such information to the related investment information included in the financial statements:

- Investment in the ADTI Master Trust and Tomkins Master Trust as shown in the accompanying Statements of Net Assets Available for Benefits as of December 31, 2012 and 2011
- Plan's interest in net investment gain (loss) of the ADTI Master Trust and Tomkins Master Trust as shown in the accompanying Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2012 and 2011
- Investment information included in Note 6, *Investments in Master Trusts (Unaudited)* and Note 8, *Fair Value Measurements and Disclosures*

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

6. INVESTMENTS IN MASTER TRUSTS (UNAUDITED)

The Retirement Committee (and previously TNARB) implemented a Master Trust Statement of Investment Policy (the “Investment Policy”), a single investment policy that applied to the Master Trusts Participating Plans. Investments are managed under agreements by which the investment managers have been given the authority to make individual investment decisions within the guidelines stated in the Investment Policy. Therefore, the Plan’s portion of the net income (loss), net appreciation (depreciation) in fair value of investments and expenses of the Master Trusts are determined on a pro-rata basis and measured monthly. Use of the Master Trusts permits the commingling of the trust assets of a number of plans administered by the Retirement Committee (and formerly TNARB) for investment and administrative purposes.

Such interests are included in the accompanying Statements of Net Assets Available for Benefits. In compliance with the Department of Labor’s reporting requirements, the net change in value from participation in the Master Trusts is reported as a single line item in the accompanying Statements of Changes in Net Assets Available for Benefits.

The Master Trusts invest (or invested) in insurance company pooled separate accounts and insurance company general accounts pursuant to certain guaranteed annuity contracts with various insurance companies. These contracts contained certain minimum balance requirements and certain restrictions on termination of the contracts. The minimum balance requirement was met as of December 31, 2012 and 2011. These contracts were transferred out of the Tomkins Master Trust, without restriction, in conjunction with the Tomkins Master Trust split, as further discussed in Note 1, *Plan Description – Trustee and Administration of the Plan*.

As further discussed in Note 1, *Plan Description – Trustee and Administration of the Plan*, effective October 1, 2012, the Tomkins Master Trust was divided into two separate trusts. Amounts shown in the Plan’s accompanying Statements of Net Assets Available for Benefits and Changes in Net Assets Available for Benefits reflect the Plan’s participation in the Tomkins Master Trust through dissolution of the trust and the ADTI Master Trust from October 1, 2012 through December 31, 2012.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

6. INVESTMENTS IN MASTER TRUSTS (UNAUDITED) (CONTINUED)

Investments in ADTI Master Trust (Unaudited)

The Plan's interest in net assets of the ADTI Master Trust was 68.59% immediately prior to and 98.16% immediately after the merger of the 2012 merged Plans into the Plan. See further discussion regarding the merger in Note 1, *Plan Description – Plan Merger*.

The investments of the ADTI Master Trust at December 31, 2012, are summarized as follows:

	2012
Investments – at fair value:	
U.S. Government securities	\$ 34,131,571
Common/collective trusts	63,765,123
Insurance company general accounts	2,403,867
Total investments	100,300,561
Receivables:	
Pending trade receivables	19,744
Accrued interest receivable	13,112
Total receivables	32,856
Liabilities:	
Pending trade payables	(19,431)
Other liabilities	(13,161)
Total liabilities	(32,592)
Total net assets of the ADTI Master Trust	\$ 100,300,825

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

6. INVESTMENTS IN MASTER TRUSTS (UNAUDITED) (CONTINUED)

The ADTI Master Trust changes in net assets including income (loss) and net appreciation (depreciation) in fair value of investments allocated to the ADTI Participating Plans for the year ended December 31, 2012 are as follows:

Changes in Net Assets:	2012
Net appreciation (depreciation) in fair value of investments:	
U.S. Government securities	\$ (723,197)
Common/collective trusts	148,736
Interest income	45,712
Net investment loss of ADTI Master Trust	(528,749)
Net transfers	100,829,574
Increase in net assets	100,300,825
Net assets:	
Beginning of year	-
End of year	\$ 100,300,825

Certain investments exceeded 5% of net ADTI Master Trust assets as of December 31, 2012 as follows:

	2012
NTGI Collective Daily Russell 3000 Fund – Non-Lending	\$ 61,262,974
US Treasury Bond Stripped Principal (8/15/2042)	34,131,571

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

6. INVESTMENTS IN MASTER TRUSTS (UNAUDITED) (CONTINUED)

Investments in the Tomkins Master Trust (Unaudited)

At December 31, 2011, the Plan's interest in the net assets of the Tomkins Master Trust was 10.98%. As noted above the Plan was no longer participating in the Tomkins Master Trust as of December 31, 2012.

The investments of the Tomkins Master Trust at December 31, 2012 and 2011 are summarized as follows:

	2012	2011
Investments – at fair value:		
U.S. Government securities	\$ -	\$ 221,564,642
Insurance company pooled separate accounts	-	10,175,351
Common/collective trusts	-	354,373,218
Insurance company general accounts	-	2,467,194
Interest rate swap contracts – unrealized gain	-	4,587,405
Interest rate swap contracts – unrealized loss	-	(1,147,863)
Total investments	-	592,019,947
Receivables:		
Pending trade sales	-	1,968,079
Accrued interest receivable	-	1,217,313
Total receivables	-	3,185,392
Liabilities:		
Pending trade purchases	-	(2,298,742)
Other liabilities	-	(57,106)
Total liabilities	-	(2,355,848)
Total net assets of the Tomkins Master Trust	\$ -	\$ 592,849,491

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

6. INVESTMENTS IN MASTER TRUSTS (UNAUDITED) (CONTINUED)

The Tomkins Master Trust changes in net assets including income and net appreciation in fair value of investments allocated to the Tomkins Participating Plans for the years ended December 31, 2012 and 2011 are as follows:

Changes in Net Assets:	2012	2011
Net appreciation in fair value of investments:		
U.S. Government securities	\$ 6,661,184	\$ 61,411,854
Insurance company pooled separate accounts	815,719	421,607
Common/collective trusts	55,657,566	6,799,067
Other	31	13,364
Interest rate swap contracts	12,092,833	33,950,258
Interest income	2,428,155	5,553,471
Net investment income of the Tomkins Master Trust	77,655,488	108,149,621
Net transfers	(670,504,979)	(25,243,358)
(Decrease) increase in net assets	(592,849,491)	82,906,263
Net assets:		
Beginning of year	592,849,491	509,943,228
End of year	\$ -	\$ 592,849,491

Certain investments exceeded 5% of net Tomkins Master Trust assets as of December 31, 2011 as follows:

	2011
NTGI Collective Daily Russell 3000 Fund – Non-Lending	\$ 351,646,791

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

7. DERIVATIVE FINANCIAL INSTRUMENTS, INTEREST RATE SWAPS AND OTHER

The Tomkins Master Trust's fixed income manager used derivative financial instruments in the normal course of its investing activities to hedge against adverse changes in interest rates and to achieve overall investment portfolio objectives. These financial instruments included fixed income interest rate swaps. Swap agreements involved the exchange by the Tomkins Master Trust with a counter-party of their respective commitments to pay or receive interest (e.g., an exchange of fixed rate payments for floating rate payments) with respect to a notional amount of principal. The Tomkins Master Trust carried the fair value of the swap as an asset or liability in the Tomkins Master Trust's net assets. Market risk of loss was limited to the changes in fair value from December 31 of each year presented, through the applicable expiration date. The investment objective was to manage interest rate risk by matching, as closely as possible, the duration of the assets and liabilities. Swap agreements involve elements of interest rate risk or risk if the counter-party is unable to meet the terms of the contracts.

The following tables provide a quantitative summary of derivative activity as of and for the years ended December 31, 2012 and 2011 for the investments held within the Tomkins Master Trust:

<i>Derivative Instruments</i>	Plan Year	Notional/ Contractual Amount ^(a)	Assets ^(b)	Liabilities ^(b)
Interest rate swaps	2012	\$ -	\$ -	\$ -
Interest rate swaps	2011	\$ 429,050,000	\$ 4,587,405	\$(1,147,863)

(a) Notional amounts do not quantify risk or represent assets or liabilities of the Tomkins Master Trust or Plan, but are used in the calculation of cash settlements under the contract.

(b) Reported in investments at fair value held in the Tomkins Master Trust as included in the investment in the Tomkins Master Trust on the Statements of Net Assets Available for Benefits.

<i>The Effect of Derivative Instruments^(c)</i>	For the Years Ended December 31,	
	2012	2011
Interest rate swaps	\$ 12,092,833	\$ 33,950,258

(c) Reported in net appreciation in fair value of Tomkins Master Trust investments, which is included in the Plan's interest in net investment income of the Tomkins Master Trust on the Statements of Changes in Net Assets Available for Benefits.

Air Distribution Technologies Inc.

Consolidated Pension Plan

Notes to Financial Statements

7. DERIVATIVE FINANCIAL INSTRUMENTS, INTEREST RATE SWAPS AND OTHER (CONTINUED)

In addition, the Master Trusts participated in insurance company pooled separate accounts; those accounts may have been invested from time to time in derivative financial instruments, as defined and allowed by the bylaws of each of the respective accounts. Financial exposure to the Plan was limited to its proportional interest in these accounts.

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES

The Financial Accounting Standards Board Accounting Standards Codification (“ASC”) Topic 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels. Level 1 inputs are the highest priority and consist of unadjusted quoted prices in active markets the Plan has the ability to access for identical assets and liabilities. Level 2 inputs are inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly (quoted prices in active markets for similar assets and liabilities, quoted prices for identical or similar instruments in markets that are not active and model-derived valuations whose inputs are observable or whose significant value drivers are observable). Level 3 inputs are the lowest priority and are unobservable and significant to the fair value measurement of an asset or liability.

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

The following is a description of the valuation methodologies used for investments measured at fair value. There were no changes in the methodologies used at December 31, 2012 and 2011.

U.S. Government Securities: U.S. Government securities are stated at fair value based on multiple pricing services, based on a bid evaluation process using observable, market-based inputs effective the last day of the plan year or last reported sale or bid date if no sale took place on the last business day of the year. These investments are classified as Level 1 investments.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

Insurance Company Pooled Separate Accounts (PSAs): PSAs are valued at the net asset value ("NAV"), as determined by the PSA's designated accountants. Agreements with the insurance company can include provisions containing certain minimum balance requirements. NAV is calculated based on the fair value of the underlying investments, which are generally traded in an active market; however, there is a lack of transparency in pricing. In determining the reasonableness of the methodology, the TNARB evaluated a variety of factors including review of existing contracts, economic conditions, industry and market developments, and overall credit ratings of the insurance company. These investments are classified as Level 3 investments.

Common/Collective Trusts (CCTs): The investments include an equity index fund and a short-term investment fund.

The equity index fund's primary objective is to approximate the risk and return characterized by the Russell 3000 Index. This index is commonly used to represent the broad U.S. equity market. The fund provides for daily redemptions at the reported unit value with one day advance notice requirement. CCTs are valued daily based on the fair values of the underlying investments in the CCT, which are generally traded in an active market and which represented the NAV of the units held by the Plan at year end. The Master Trusts were permitted to redeem investment units at NAV as of the measurement dates.

The units of the short-term investment fund are valued at the total value of the underlying investments, less any liabilities, divided by the outstanding units. The investment strategy was to maintain a \$1 unit value. The fund transacted at the \$1 unit value as of the measurement dates.

CCTs are classified as Level 2 investments.

Insurance Company General Accounts: These investments are valued at fair value based on the contractual agreement between the Plan and the insurance company and typically include consideration of contractual interest rates, current interest rates and duration of the contract. Restrictions on the sale of such investments based on the terms of the contract are possible. In determining the reasonableness of the methodology, the Retirement Committee (and formerly TNARB) evaluates a variety of factors including review of existing contracts, economic conditions, industry and market developments, and overall credit ratings. These investments are classified as Level 3 investments.

Interest Rate Swap Contracts: The interest rate swap contracts were valued at fair value, as determined by Northern Trust, based on various comparative pricing services and the fair value represented the amount the Tomkins Master Trust would have received or paid to terminate the agreement as of the measurement date. These investments are classified as Level 2 investments.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

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.

Fair Value Measurements for Investments Held in the ADTI Master Trust

The following tables set forth by level, within the fair value hierarchy, the ADTI Master Trust's investments measured on a recurring basis:

<i>As of December 31, 2012</i>	Level 1	Level 2	Level 3	Total
U.S. Government securities ⁽¹⁾	\$ 34,131,571	\$ -	\$ -	\$ 34,131,571
Common/collective trusts ⁽²⁾	-	63,765,123	-	63,765,123
Insurance company general accounts	-	-	2,403,867	2,403,867
Total investments of the ADTI Master Trust, at fair value	\$ 34,131,571	\$ 63,765,123	\$ 2,403,867	\$ 100,300,561

(1) The following represents investments within a fixed income portfolio. The breakdown of investments included in the fixed income portfolio is as follows: As of December 31, 2012 – 100% of the portfolio was invested in U.S. Treasury Bonds.

(2) The following represents investments in the Northern Trust Global Investments Russell 3000 Collective Daily Fund – Non-Lending. The breakdown of investments included in the fund is as follows: As of December 31, 2012 – 65% of the fund is invested in U.S. large cap companies, 27% of the fund is invested in U.S. mid-cap companies, and 8% of the fund is invested in U.S. small cap companies.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

The following table sets forth a summary of changes in the fair value of the ADTI Master Trust's Level 3 investments for the year ended December 31, 2012:

	Insurance Company General Accounts
Fair value, beginning of year	\$ -
Interest earned	44,516
Realized gains ^(a)	-
Unrealized gains, relating to investments still held as of the reporting date ^(a)	-
Purchases	-
Sales	-
Transfer in from the Tomkins Master Trust	2,413,090
Settlements	(53,739)
Fair value, end of year	\$ 2,403,867

^(a) Reported in net appreciation (depreciation) in fair value of ADTI Master Trust investments, which is included in the Plan's interest in net investment income (loss) of the ADTI Master Trust on the Statements of Changes in Net Assets Available for Benefits.

Fair Value Measurements for Investments Held in the Tomkins Master Trust

The following table sets forth by level, within the fair value hierarchy, the Tomkins Master Trust's investments measured on a recurring basis:

<i>As of December 31, 2011</i>	Level 1	Level 2	Level 3	Total
U.S. Government securities ⁽¹⁾	\$ 221,564,642	\$ -	\$ -	\$ 221,564,642
Insurance company pooled separate accounts ⁽²⁾	-	-	10,175,351	10,175,351
Common/collective trusts ⁽³⁾	-	354,373,218	-	354,373,218
Insurance company general accounts	-	-	2,467,194	2,467,194
Interest rate swap contracts, net	-	3,439,542	-	3,439,542
Total investments of the Tomkins Master Trust, at fair value	\$ 221,564,642	\$ 357,812,760	\$ 12,642,545	\$ 592,019,947

(1) The following represents investments within a fixed income portfolio. The breakdown of investments included in the fixed income portfolio is as follows: As of December 31, 2011 – 86% of the portfolio was invested in U.S. Treasury Bonds, 13% of the portfolio was invested in debt of U.S. Agencies, and 1% of the portfolio was in cash or other assets.

(2) Pooled separate accounts are comprised of an intermediate duration fund and indexed fund.

(3) The following represents investments in the Northern Trust Global Investments Russell 3000 Collective Daily Fund – Non-Lending. The breakdown of investments included in the fund is as follows: As of December 31, 2011 – 62% of the fund is invested in U.S. large cap companies, 28% of the fund is invested in U.S. mid-cap companies, and 10% of the fund is invested in U.S. small cap companies.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

No investments were held by the Plan in the Tomkins Master Trust as of December 31, 2012.

The following table sets forth a summary of changes in the fair value of the Tomkins Master Trust's Level 3 investments for the year ended December 31, 2012:

	Insurance Company Pooled Separate Accounts	Insurance Company General Accounts
Fair value, beginning of year	\$ 10,175,351	\$ 2,467,194
Interest earned	156,904	101,369
Realized gains ^(a)	202,712	-
Unrealized gains, relating to investments transferred as part of the Tomkins Master Trust split ^(a)	613,007	-
Purchases	-	-
Sales	(364,048)	-
Transfer out of Tomkins Master Trust	(10,783,926)	(2,421,600)
Settlements	-	(146,963)
Fair value, end of year	\$ -	\$ -

The following table sets forth a summary of changes in the fair value of the Tomkins Master Trust's Level 3 investments for the year ended December 31, 2011:

	Insurance Company Pooled Separate Accounts	Insurance Company General Accounts
Fair value, beginning of year	\$ 10,137,144	\$ 2,534,589
Interest earned	273,668	145,217
Realized gains ^(a)	207,343	2,615
Unrealized gains, relating to investments still held as of the reporting date ^(a)	214,264	-
Purchases	-	577,705
Sales	(657,068)	-
Settlements	-	(792,932)
Fair value, end of year	\$ 10,175,351	\$ 2,467,194

^(a) Reported in net appreciation (depreciation) in fair value of Tomkins Master Trust investments, which is included in the Plan's interest in net investment income of the Tomkins Master Trust on the Statements of Changes in Net Assets Available for Benefits.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

The availability of observable market data is monitored to assess the appropriate classification of financial statements within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. For the years ended December 31, 2012 and 2011, there were no transfers between levels 1, 2, or 3.

Fair Value of Investments that Calculate Net Asset Value

The following table summarizes investments measured at fair value based on NAV per share held in the ADTI Master Trust as of December 31, 2012:

Instrument	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Common/Collective Trusts*	\$ 63,765,123	None	Daily	1 day

The following table summarizes the investments measured at fair value based on NAV per share held in the Tomkins Master Trust as of December 31, 2011:

Instrument	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Insurance Company Pooled Separate Accounts*	\$ 10,175,351	None	Daily	1 day
Common/Collective Trusts*	\$ 354,373,218	None	Daily	1 day

*See descriptions of investment strategies presented with the fair value hierarchy tables.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

8. FAIR VALUE MEASUREMENTS AND DISCLOSURES (CONTINUED)

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The insurance companies (John Hancock and Aetna Insurance), custodians of the insurance company general accounts provided the fair value of such investments (\$603,174 and \$1,800,693), respectively. They were unable to provide principal valuation technique, unobservable inputs or range of significant input values. These investments are immaterial to the ADTI Master Trust Investments.

9. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right, under the Plan, in certain circumstances, to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event the Plan is terminated, the assets of the Plan will be allocated to Plan participants and beneficiaries in accordance with applicable provisions of ERISA and the Plan document. Should unfunded vested benefits exist, such benefits will be provided up to specified limitations as described in ERISA and by the Pension Benefit Guaranty Corporation (the "PBGC").

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Air Distribution Technologies Inc. Consolidated Pension Plan

Notes to Financial Statements

9. PLAN TERMINATION (CONTINUED)

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 plan benefit obligations and may also depend of the financial condition of the plan sponsor and the level of benefits guaranteed by the PBGC.

Additional information regarding the priority of participants' claims to the assets of the Plan upon termination and benefits guaranteed by the PBGC is available from the Plan Administrator.

10. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

A short-term investment fund and the NGTI Collective Daily Russell 3000 Fund – Non-Lending, which are included in the investments within the Master Trusts, were managed by Northern Trust, the trustee. Certain expenses related to audit, custody, asset management and actuarial services are paid from Plan assets. These transactions qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules.

11. INCOME TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated April 23, 2012, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plan has been restated effective January 1, 2012 and a new letter was received dated May 24, 2012 informing the Company that the restated document is designed in accordance with applicable sections of the IRC. The Plan has been amended since the receipt of this letter; however, the Plan Administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes is included in the accompanying financial statements.

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2009.

12. SUBSEQUENT EVENTS

The Plan Administrator has evaluated subsequent events through September 21, 2013, which is the date the financial statements were available to be issued. No events or transactions discovered during this evaluation require recognition or disclosure in the financial statements.

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Line 26 Schedule of Active Participant Data as of January 1, 2012

Attained Age	Years of Credited Service															
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	0		0		0		0		0		0		0		0	
25 - 29	0		0		2		0		0		0		0		0	
30 - 34	0		2		8		0		0		0		0		0	
35 - 39	0		1		8		4		2		0		0		0	
40 - 44	0		3		8		4		2		0		0		0	
45 - 49	1		3		16		5		3		5		2		0	
50 - 54	0		7		8		1		6		6		1		3	
55 - 59	0		4		12		9		2		8		4		5	
60 - 64	0		1		9		5		6		3		0		2	
65 - 69	0		1		4		0		1		2		0		1	
70 & Over	0		0		1		0		0		1		1		0	

Plan Name: Air Distribution Technologies Consolidated Pension Plan
 EIN / PN: 99-0382064 / 006
 Plan Sponsor: Air Distribution Technologies, Inc.
 Valuation Date: January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Plan Sponsor

Air Distribution Technologies, Inc.

Interest Rate Basis

3-Segment Rates

Applicable month: September

Transition election: No

Interest Rates

First segment rate: 2.06%

Second segment rate: 5.25%

Third segment rate: 6.32%

Current plan year PPA effective interest rate: 5.55%

Prior plan year PPA effective interest rate: 6.33%

The Plan Sponsor elected not to reflect the Moving Ahead for Progress in the 21st Century Act (MAP-21) segment interest rate corridors for the 2012 plan year because there was no impact on the Minimum Required Contribution.

Assumed cost of living adjustments

None.

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Lump Sum Conversion Factor

Lump sums were valued using the substitution of annuity form under Proposed IRC §1.430(d)-1(f)(4) without application of generational mortality and without recognition of the phase-in of IRC §417(e)(3) assumptions.

Administrative expenses

The amount included this year for plan-related expenses is \$506,853.

Mortality

For all participants the prescribed mortality assumption under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality rates for annuitants and non-annuitants.

Retirement Rates

For ASC, the rates at which participants retire by age and gender are shown below.

Attained Age	Retirement Probability	Attained Age	Retirement Probability
55	.019	63	.050
56	.021	64	.059
57	.022	65	.500
58	.025	66	.200
59	.028	67	.200
60	.032	68	.200
61	.037	69	.200
62	.042	70	1.000

For Consolidated, age 65 with 5 years, or attained age, if later.

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

For Selkirk, retirements are assumed to occur according to the following:

Attained Age	Males and Females
55	2.00%
56	2.00%
57	2.00%
58	3.00%
59	5.00%
60	5.00%
61	10.00%
62	20.00%
63	15.00%
64	25.00%
65	100.00%

Representative Disability Rates

ASC: Wyatt 1985 Disability Study Class 2, male and female rates.

Selkirk: Disabilities are assumed to occur according to the following:

Attained Age	Annual Rate Per 1,000 Participants	
	Males	Females
25	2.78	4.17
30	2.75	4.13
35	2.88	4.32
40	3.23	4.85
45	4.05	6.08
50	5.74	8.61
55	8.68	13.02
60	13.63	20.45

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Representative Termination Rates (per 100 employees) not Due to Disability, Retirement or Mortality

For ASC, the rates at which participants are assumed to leave the company by age and gender are shown below:

Attained Age	Percentage leaving during the year	
Attained Age	Males	Females
20	17.95	17.95
25	17.24	17.24
30	15.85	15.85
35	13.72	13.72
40	11.27	11.27
45	8.46	8.46
50	5.10	5.10
55	1.74	1.74
60 and over	0.16	0.16

For Selkirk, the rates at which participants are assumed to leave the company by age and service are shown below:

Percentage leaving during the year						
Attained Age	Completed Years of Service					
	0	1	2	3	4	5 or more
20	30.00	27.50	24.00	21.67	18.67	10.00
25	26.25	22.50	18.50	15.83	13.00	8.75
30	22.50	19.38	16.00	13.75	11.33	7.50
35	18.75	16.25	13.50	11.67	9.67	6.25
40	15.00	13.13	11.00	9.58	8.00	5.00
45	13.50	11.50	9.40	8.00	6.53	4.50
50	12.00	10.25	8.40	7.17	5.87	4.00
55 and over	12.00	10.00	8.00	6.67	5.33	4.00

Future Increases in Social Security

Not applicable.

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Future increases in Maximum Benefits and Plan Compensation Limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation is limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Benefit Commencement Date

ASC:

Active participants who have reached a minimum age of 55 years and a minimum service of 15 years are assumed to commence payment on the first of the month coincident or next following termination of employment. Otherwise they are assumed to commence payment on the first of the month coincident or next following the attainment of age 70.

Age 65 for all vested terminated participants.

Consolidated:

Age 65 for all vested terminated participants.

Hart & Cooley Hourly:

Age 65 for all vested terminated participants.

Selkirk:

Active participants who have reached a minimum age of 55 years and a minimum service of 10 years are assumed to commence payment on the first of the month coincident or next following termination of employment. Otherwise they are assumed to commence payment on the first of the month coincident or next following the attainment of age 65, or five years of service, if later.

Vested terminated participants who had accrued a benefit as of June 30, 1998 under the Eljer Salaried or the Selkirk Hourly plans are assumed to commence payment at age 62. All other vested terminated participants are assumed to commence payment at age 65.

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Form of payment

ASC: 50% of participants are assumed to elect a single life annuity with five years guaranteed and 50% of participants are assumed to elect a lump sum.

Consolidated:

- Penn Ventilation Salaried Participants are assumed to elect lump sum distributions.
- 50% of Penn Ventilation Hourly and Malta Participants are assumed to elect single life annuities and the other 50% are assumed to elect a lump sum.

Hart & Cooley Hourly: 50% of participants are assumed to elect a single life annuity and 50% of participants are assumed to elect a lump sum.

Selkirk: 50% of participants are assumed to elect a single life annuity and 50% of participants are assumed to elect a lump sum.

Marriage

ASC: 85% of eligible male participants are assumed to be married and 50% of eligible female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses.

Consolidated:

- Penn Ventilation Salaried Participants: 80% of male and female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses.
- Penn Ventilation Hourly and Malta Participants: 85% of male and 50% of female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses

Hart & Cooley Hourly: 85% of eligible male participants are assumed to be married and 50% of eligible female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses.

Selkirk: 80% of both male and female participants are assumed to be married. Male spouses are assumed to be three years older than female spouses.

Employees

It was assumed that there will be no new or rehired employees.

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Asset method

The actuarial value of assets is equal to the market value of assets as of the valuation date.

Participant data

Participant data were supplied by the client as of the valuation date.

Tax policy

The actuarial valuation performed for the plan year ending December 31, 2012 is used to determine the maximum deductible contribution for the tax year ending December 31, 2012.

Benefits not included in valuation

We believe that we have reflected all significant Plan provisions in this valuation.

Nature of actuarial calculations

The results shown in this report have been developed based on actuarial assumptions that, to the extent evaluated or selected by Towers Watson, we consider reasonable and within the "best-estimate range" as described by the Actuarial Standards of Practice. Other actuarial assumptions could also be considered to be reasonable and within the best-estimate range. Thus, reasonable results differing from those presented in this report could have been developed by selecting different points within the best-estimate ranges for various assumptions.

The results shown in this report are estimates based on data that may be imperfect and on assumptions about future events that cannot be predicted with any certainty. The effects of certain plan provisions may be approximated, or determined to be insignificant and therefore not valued. Reasonable efforts were made in preparing this valuation to confirm that items that are significant in the context of the actuarial liabilities or costs are treated appropriately, and are not excluded or included inappropriately. The numbers shown in this report are not rounded, but this is for convenience only and should not imply precision, which is not a characteristic of actuarial calculations.

If overall future plan experience produces higher benefit payments or lower investment returns than assumed, the relative level of plan costs or contribution requirements reported in this valuation will likely increase in future valuations (and vice versa). Future actuarial measurements may differ significantly from the current measurements presented in this report due to many factors, including: plan experience differing from that anticipated by the economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for the measurements (such as the end of an amortization period); and changes in plan provisions or applicable law. It is beyond the scope of this valuation to analyze the potential range of future pension contributions, but we can do so upon request.

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SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Changes in assumptions and methods since last actuarial valuation

The ASC Tucson Production and Maintenance Employees Pension Plan, Tomkins Consolidated Frozen Pension Plan and Hart & Cooley, Inc. Hourly Employees Retirement Plan were merged into the Selkirk Corporation Pension Plan to form the Tomkins/Selkirk Consolidated Pension Plan effective December 31, 2011.

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement for all active and deferred vested participants of the plan where this option was not already available.

As a result of the plan provisions' change to include an optional lump sum as an additional form of payment, 50% of active and deferred vested participants are assumed to elect a lump sum upon retirement, except for Penn Salaried participants, for whom 100% of participants are already assumed to elect a lump sum. Lump sums were valued using the substitution of annuity form under Proposed IRC §1.430(d)-1(f)(4) without application of generational mortality and without recognition of the phase-in of IRC §417(e)(3) assumptions.

Other than these and the prescribed changes in discount rate and mortality, no other changes have occurred for IRC §430 and §436 purposes. The plan sponsor elected not to reflect the Moving Ahead for Progress in the 21st Century Act (MAP-21) segment interest rate corridors for the 2012 plan year because there was no impact on the minimum required contribution.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

**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**

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 Air Distribution Technologies Consolidated Pension Plan	B Three-digit plan number (PN) ► 006
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Air Distribution Technologies, Inc.	D Employer Identification Number (EIN) 99-0382064
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>1</u> Day <u>1</u> Year <u>2012</u>		
2 Assets:		
a Market value	2a	65,078,558
b Actuarial value	2b	65,078,558
3 Funding target/participant count breakdown:	(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a 988	25,506,189
b For terminated vested participants	3b 1,470	27,054,955
c For active participants:		
(1) Non-vested benefits	3c(1)	31,723
(2) Vested benefits	3c(2)	3,611,479
(3) Total active	3c(3) 194	3,643,202
d Total	3d 2,652	56,204,346
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	
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	
5 Effective interest rate	5	5.55 %
6 Target normal cost	6	506,853

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***JRG*

John R. Grange

Signature of actuary

John Grange

Type or print name of actuary

Towers Watson Delaware Inc.

Firm name

950 17th Street, Suite 1400

Denver

CO 80202

Address of the firm

07.24.2013

Date

11-05450

Most recent enrollment number

(303) 298-7878

Telephone number (including area code)

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)	3,051,716	155,118
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	684,012	0
9 Amount remaining (line 7 minus line 8)	2,367,704	155,118
10 Interest on line 9 using prior year's actual return of <u>21.94</u> %	496,428	34,086
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>6.33</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)	2,864,132	189,204

Part III Funding Percentages

14 Funding target attainment percentage	14	110.35 %
15 Adjusted funding target attainment percentage	15	115.78 %
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	131.64 %
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
Totals ►			18(b)	0	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	0

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

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

21 Discount rate:			
a Segment rates:	1st segment: 2.06 %	2nd segment: 5.25 %	3rd segment: 6.32 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....	21b		4
22 Weighted average retirement age	22		63
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	506,853	
b Excess assets, if applicable, but not greater than line 31a	31b	506,853	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment.....	0		0
b Waiver amortization installment	0		0
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	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	0	
	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	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
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 SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Tomkins Consolidated Frozen Pension Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Participants in the plan are those present at the time of the plans' merger on December 31, 2001. The prior plans which comprised the merger included the Malta Hourly Employees Pension Plan (Malta), the Penn Ventilation, Inc. Frozen Pension Plan (Penn Ventilation Salaried) and the Penn Ventilator Company, Inc. Employees' Retirement Plan (Penn Ventilation Hourly).

Retirement Dates

Penn Ventilation Hourly Participants:

- a. Normal: First day of the month coincident with or next following attainment of age 65 and the fifth anniversary of participation in a prior plan.
- b. Early: Attainment of age 50 and completion of 10 years of Continuous Service.
- c. Late: The first day of any month subsequent to the Normal Retirement Date.

Penn Ventilation Salaried Participants:

- a. Normal: First day of the month coincident with or next following attainment of age 65 and the fifth anniversary of participation in a prior plan.
- b. Early: Attainment of age 55 and completion of 10 years of Continuous Service.
- c. Late: The first day of any month subsequent to the Normal Retirement Date.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Malta Participants:

- a. Normal: First day of the month coincident with or next following attainment of age 65 and the fifth anniversary of participation in a prior plan.
- b. Early: Attainment of age 55 and completion of 15 years of Continuous Service, or after attainment of age 62 and completion of 10 years of Continuous Service.
- c. Late: The first day of any month subsequent to the Normal Retirement Date.

Service

Service accrued under the Prior Plans.

Final Average Monthly Compensation

Not applicable.

Retirement Income

Penn Ventilation Hourly Participants:

- a. Normal: A monthly pension determined by multiplying the participant's Service by the appropriate benefit rate as follows:

All amounts shown in US Dollars

Period of Service	Benefit Rate
Prior to 11/04/1996	19.00
11/04/1996 – 10/31/1997	22.00
11/01/1997 - 10/31/1998	23.00
11/01/1998 and later	25.00

- b. Early: The accrued normal retirement benefit based on Service as of the Early Retirement Date, reduced one-half of 1% for each full month by which the Early Retirement Date precedes the Normal Retirement Date.
- c. Late: A monthly pension commencing on the Participant's actual retirement date determined as of the Late Retirement Date, but not less than the actuarial equivalent of the participant's accrued benefit at normal retirement.

Plan Name: Air Distribution Technologies Consolidated Pension Plan
EIN / PN: 99-0382064 / 006
Plan Sponsor: Air Distribution Technologies, Inc.
Valuation Date: January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Penn Ventilation Salaried Participants:

- a. Normal: A monthly pension equal to the Accrued Benefit under the Prior Plan.
- b. Early: The accrued normal retirement benefit based on the Accrued Benefit from the Prior Plan, actuarially reduced for commencement prior to the Normal Retirement Date.
- c. Late: A monthly pension equal to the Accrued Benefit actuarially increased to the Late Retirement Date.

Malta Participants:

- a. Normal: A monthly pension determined by multiplying the participant's Credited Service (to a maximum of 45 years of service) by the appropriate benefit rate as follows:

All amounts shown in US Dollars

Date of Retirement or Termination	Benefit Rate
02/01/1986 – 01/31/1987	5.50
02/01/1987 – 01/31/1988	6.00
02/01/1988 – 01/31/1989	6.50
02/01/1989 – 01/31/1990	7.00
02/01/1990 – 01/31/1991	7.50
02/01/1991 – 01/31/1993	8.00
02/01/1993 – 01/31/1994	9.00
02/01/1994 – 01/31/1995	10.00
02/01/1995 – 01/31/1996	11.00
02/01/1996 – 01/31/1997	11.50
02/01/1997 – 01/31/1998	12.00
02/01/1998 – 01/31/1999	12.25
02/01/1999 – 01/31/2000	12.75
02/01/2000 and later	14.00

- b. Early: The accrued normal retirement benefit based on Credited Service as of the Early Retirement Date, reduced by 1/180 for each of the first 60 months and 1/360 for each additional month by which the Early Retirement Date precedes the Normal Retirement Date, except that no reduction shall be made for retirements on or after age 62.
- c. Late: A monthly pension commencing on the participant's actual retirement date determined as of the Late Retirement Date.

Plan Name: Air Distribution Technologies Consolidated Pension Plan
EIN / PN: 99-0382064 / 006
Plan Sponsor: Air Distribution Technologies, Inc.
Valuation Date: January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Vesting

Eligibility: Each participant is 100% vested in his Accrued Benefit.

Benefit: The Accrued Benefit from the Prior Plan.

Disability

Penn Ventilation Hourly Participants: None.

Penn Ventilation Salaried Participants:

Eligibility: Total and permanent disability.

Benefit: The Accrued Benefit from the Prior Plan with payments beginning immediately or deferred to a later date, actuarially reduced for commencement prior to Normal Retirement Date.

Malta Participants:

Eligibility: Total and permanent disability as determined by the Committee, after attainment of age 50 and the completion of 10 years of Continuous Service.

Benefit: The accrued normal retirement benefit based on Credited Service as of date of disability, payable after 5 months of disability.

Normal Form of Payment

The normal form of payment is a life annuity.

Pre-Retirement Spouse's Benefit

Eligibility: Death after 5 years of Continuous Service provided the participant has been married to his current spouse for at least one year.

Benefit: The surviving spouse will receive the benefit she would have received if the participant had retired on the first day of the month of his death or, if later, at the earliest possible retirement age based on years of service at death, and had elected a 50% Joint and Survivor option.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Single Sum Death Benefit

Penn Ventilation Salaried Participants:

Eligibility: Death while actively employed.

Benefit: Actuarial equivalent of participant's Accrued Benefit payable to the beneficiary reduced by the value of any payable Pre-Retirement Spouse's Benefit.

Changes in Plan Provisions since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former ASC Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Each employee represented by Local Union No. 548 (regardless of age) becomes a participant after completion of one year of Continuous Service, while employed in covered employment. Effective May 31, 2006, future new Hart & Cooley participants are excluded from the plan. Effective May 31, 2007, future new ASC participants are excluded from the plan.

Retirement Dates

Normal: Attainment of age 65 or, if later, the fifth anniversary of the first day of the plan year in which the participant began participation in the plan.

Early: The first day of any month following the attainment of age 55 and the completion of 15 years of Continuous Service and at least 5 years of Future Service Credit.

Late: The first day of any month subsequent to the Normal Retirement Date.

Credited Service (Benefit Accrual)

The sum of (i) and (ii) below:

- (i) Past Service Credit is all service rendered by a participant while regularly employed by Lear Siegler prior to January 1, 1978, provided that no Past Service Credit shall be granted to any employee who was entitled to receive a vested benefit from the Sheet Metal Workers National Pension Fund (Plan B) on the date the Employer was acquired by Environmental Air Products.
- (ii) Future Service Credit is all service rendered by a participant after January 1, 1978 (January 1, 1982 for employees at the E. Ventura Plant).

Service is credited on the basis of one year for each calendar year during which the participant worked at least 1,800 hours, and one month for each 150 hours during any calendar year the participant worked less than 1,800 hours. Effective May 31, 2006 Credited Service is frozen for all Hart & Cooley active participants. Effective May 31, 2007 Credited Service is frozen for all ASC active participants.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Continuous Service (Eligibility and Vesting)

A participant will be credited with Continuous Service for each calendar year following his date of employment (not in excess of 10 years with Lear Siegler) in which he completes at least 1,000 hours of service.

Retirement Income

Normal: A monthly pension equal to \$9.00 multiplied by Credited Service not in excess of 25 years.

Early: The early retirement benefit is, at the participant's option, either a deferred benefit commencing at age 65 equal to the normal retirement benefit based on Credited Service at early retirement, or an immediate benefit equal to such deferred benefit, reduced by 1/2 of 1% for each complete calendar month by which such participant is under the age of 65.

Late: A monthly pension equal to the greater of:

- a A monthly pension determined as of the Normal Retirement Date; actuarially increased to the Late Retirement Date.
- b A monthly pension commencing on the participant's actual retirement date determined as of the Late Retirement Date.

Vesting

Eligibility: A participant is 100% vested when he has completed at least 5 years of Continuous Service or attainment of his Normal Retirement Date while employed.

Benefit: A monthly retirement income commencing at his Normal Retirement Date equal to his accrued retirement income.

A former participant who is entitled to a vested deferred retirement benefit and terminated service with 15 or more years of Continuous Service may, on or after his attainment of age 55, elect to receive an immediate retirement benefit equal to the deferred benefit reduced by 1/2 of 1% for each complete calendar month by which such participant is under age 65.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Disability

Eligibility: Total and permanent disability as determined by the Committee, and after the completion of 15 years of Continuous Service and at least 5 years of Future Service Credit on the date of disability.

Benefit: The disability retirement benefit is equal to the early retirement benefit payable, based on the participant's age at disability, increased by 10%. If the participant is below age 55 at the time of disability, the benefit will be calculated assuming he had reached his 55th birthday on the date of disability. The disability retirement benefit shall not be greater than the retirement benefit the participant would receive if he was age 65 on the date of disability.

Normal Form of Payment

A monthly pension payable for life with 60 months guaranteed.

Death Benefit

a Lump Sum Death Benefit

The beneficiary of a participant who dies while in active service after the completion of five years of Future Service Credit will be entitled to a one time lump-sum payment of \$1,000.

b Surviving Spouse's Option Before Retirement

The retirement benefit payable to the spouse is equal to the retirement benefit which would have been payable to such spouse under the Plan's joint and 50% survivor benefit if the participant had retired on the earliest retirement date following the date of death.

Form of Payment

An employee may elect to receive his benefit on a straight-life basis with 60 monthly payments guaranteed, an actuarially equivalent 50% Joint and Survivor basis, or any other available payment option. Unless otherwise elected, any benefit payable under the Plan shall be paid:

- 1 on a 50% Joint and Survivor basis, if the employee has been married to his current spouse for at least one year; or
- 2 on a straight-life with 5 years certain basis otherwise.

Changes in Plan Provisions since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Hart & Cooley, Inc. Hourly Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

An Employee shall become a Participant on the first day of the month that coincides with or next follows the Employee's completion of one Year of Service.

Retirement Dates

Normal: First day of the month coinciding with or immediately following the date on which the Participant attains age 65 and completes at least five years of participation in the plan.

Early: First day of the month coinciding with or following the date on which the Participant has both attained age 55 and completed 5 Years of Service.

Late: First day of the month coinciding with or following the date on which a Participant terminated employment after his Normal Retirement Date for any reason other than death.

Credited Service (Benefit Accrual)

One year of Credited Service is granted for each year in which a Participant completes at least 1,000 Hours of Service as a Participant in the Plan.

Vesting Year of Service (Eligibility)

One Vesting Year of Service is granted for each year in which a Participant completes at least 1,000 Hours of Service as a Participant in the Plan.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Retirement Income

Normal: A monthly pension determined by multiplying \$16.00 times the Participant's years of Credited Service.

Early: Determined in the same manner as the Participant's Normal Retirement Benefit, reduced 4/15 for retirement at age 61, 5/15 for retirement at age 60 and 1/30 per year for each year of retirement before age 60.

A Participant retiring on or after he attains age 62 with five Years of Service shall receive an unreduced Early Retirement Benefit.

Late: Determined in the same manner as the Normal Retirement Benefit but based on service accrued on late retirement date. This amount is not to be less than the Participant's Benefit Attributable to Member Contributions, actuarially increased to the late retirement date.

Vesting

Eligibility: A Participant who terminates prior to May 1, 2006 is 100% vested when he has completed 5 Years of Vesting Service. As a result of the plant closure in the fall of 2007, any participant terminating on or after May 1, 2006 is automatically 100% vested.

Benefit: A monthly retirement income commencing at his Normal Retirement Date equal to his Accrued Benefit and not less than the Participant's Benefit Attributable to Member Contributions. For Participants with at least 5 Years of Service, the benefit may begin as early as age 55, reduced as in the Early Retirement Income described above.

Normal Form of Payment

Benefits will be paid in monthly installments beginning on the Participant's Annuity Starting Date and ending with the month in which he dies.

Pre-Retirement Death Benefit

Eligibility: Married participants whose death occurs after attaining 5 Years of Vesting Service.

Benefit: The surviving spouse will receive the benefit she would have received if the employee had retired on the first day of the month of his death, or if later, at the earliest possible retirement age based on his years of Credited Service at death, and had elected a 50% Joint and Survivor option. The death benefits paid are not to be less than the Participant's Member Accumulation.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Form of Payment

An employee may elect to receive his benefit on a straight-life basis, an actuarially equivalent 50% Joint and Survivor basis or any other available payment option. Unless otherwise elected, any benefit payable under the plan shall be paid:

1. on a 50% Joint and Survivor basis, if the employee was married at the time of his death; or
2. on a straight-life basis otherwise

Changes in Plan Provisions since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Eljer Salaried Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Each eligible employee becomes a member on the first of the month coincident with or next following the completion of one year of Continuous Service and attainment of age 21. Effective December 31, 2007, all future new members are excluded from the plan.

Retirement Dates

Normal: The first day of the month coincident with or next following the attainment of age 65 or, if later, 5 years of Continuous Service.

Early: The first day of the month coincident with or next following the attainment of age 55 and the completion of 10 years of Continuous Service (including year of Continuous Service after December 31, 2007).

Late: The first day of any month subsequent to the Normal Retirement Date.

Continuous Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year.

Credited Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year. No Credited Service shall be earned after December 31, 2007.

Compensation

Prior to January 1, 1991, Compensation is defined as total cash remuneration excluding commissions and bonuses. Compensation on and after January 1, 1991 is defined as total cash remuneration including commissions and bonuses. No Eligible Earnings after December 31, 2007 will be considered for Final Average Monthly Compensation calculation purposes.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Final Average Monthly Earnings

The average of an employee's monthly Compensation received for service during the 5 consecutive full calendar years that such an average was the highest out of the last 10 consecutive calendar years. For participants with fewer than 5 consecutive full years, this average of the monthly Compensation received prior to December 31, 2007.

Normal Retirement Benefit

Normal Retirement

The Normal Retirement Benefit is based upon the following:

1. Pension attributable to Credited Service earned prior to July 1, 1998.
2. Pension attributable to Credited Service earned from July 1, 1998 through December 31, 1998.
3. Pension attributable to Credited Service Earned from January 1, 1999 through December 31, 2007 equal to the sum of:
 - a. Credited Service during the period times 1.25% of Final Average Monthly Earnings.
 - b. Credited service during the period times 55/100ths of 1% of the excess of Final Average Monthly Earnings over the Social Security Covered Compensation Base.

Reduced Early

For Accrued Benefits attributable to Continuous Service before July 1, 1998, reduced by 5/12 of 1% for each full month the annuity starting date precedes age 62.

For Accrued Benefits attributable to Continuous Service on and after July 1, 1998 to December 31, 2007, reduced by 6/10 of 1% for each full month the annuity starting date precedes Normal Retirement Date.

Late

The greater of the Normal Retirement Benefit increased actuarially for each month that the commencement is beyond the Normal Retirement Date or the Accrued Benefit at late retirement.

Vesting

Eligibility: A member is 100% vested when he has completed at least 5 years of Continuous Service or attained age 65.

Benefit: A monthly retirement income commencing at Normal Retirement Date equal to the accrued retirement income.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Disability

Disability occurring on or before March 31, 2009:

Eligibility: Total and permanent disability as determined by the Committee.

Benefit: The disability retirement benefit is equal to the accrued benefit determined using Credited Service and Eligible Earnings as of the date of disability payable beginning at age 55, reduced by 6/10th of 1% prior to Normal Retirement.

Disability occurring after March 31, 2009:

Active members are not eligible for disability benefits.

Preretirement Surviving Spouse Benefit

Eligibility: A member dies prior to his annuity commencement date, but after the attainment of Normal Retirement Age, completion of at least 5 years of Continuous Service or otherwise eligible for a deferred vested benefit with a surviving spouse.

Benefit: The retirement benefit payable to the spouse is equal to the retirement benefit which would have been payable to such spouse under the plan's joint and 50% survivor benefit if the member had terminated on his date of death, survived until his normal retirement age under the plan, begun receiving a benefit in the form of a qualified joint and survivor annuity and died the next day. The surviving spouse may elect an earlier commencement date, but no earlier than the member's earliest retirement date.

Form of Payment

For single members, a life annuity. For married members, a 50% qualified joint and survivor annuity. Optional forms available to members are as follows:

Single Life Annuity
5 or 10 year period certain
50%, 66 2/3%, 75% or 100% joint and survivor annuity
Lump sum

Changes in Plan Provisions Since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Selkirk Hourly Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Each individual who is considered a participant under the terms of the former Dry Plan as of the merger date on March 31, 1997 is a Participant.

Each eligible employee hired prior to July 1, 1998, is considered a participant as of July 1, 1998.

Each eligible employee hired on or after July 1, 1998, becomes a member on the first of the month coincident with or next following the completion of one year of Continuous Service and attainment of age 21. Effective December 31, 2007, all future new members are excluded from the plan.

Retirement Dates

Normal: The first day of the month coincident with or next following the attainment of age 65 or, if later, 5 years of Continuous Service.

Early: The first day of the month coincident with or next following the attainment of age 55 and the completion of 10 years of Continuous Service (including year of Continuous Service after December 31, 2007).

Late: The first day of any month subsequent to the Normal Retirement Date.

Continuous Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year.

Credited Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year. No Credited Service shall be earned after December 31, 2007. Each individual who is considered a participant under the terms of the former Dry Plan as of the merger date on March 31, 1997 shall receive Credited Service as defined under the Dry Plan.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Compensation

Prior to January 1, 1991, Compensation is defined as total cash remuneration excluding commissions and bonuses. Compensation on and after January 1, 1991 is defined as total cash remuneration including commissions and bonuses. No Eligible Earnings after December 31, 2007 will be considered for Final Average Monthly Compensation calculation purposes.

Final Average Monthly Earnings

The average of an employee's monthly Compensation received for service during the 5 consecutive full calendar years that such an average was the highest out of the last 10 consecutive calendar years. For participants with fewer than 5 consecutive full years, this average of the monthly Compensation received prior to December 31, 2007.

Normal Retirement Benefit

Normal Retirement

The Normal Retirement Benefit is based upon the following:

1. Pension attributable to Credited Service earned prior to July 1, 1998. If the Participant earned a benefit under the former Dry Plan, the Pension attributable to Credited Service earned prior to July 1, 1998 shall be offset by the Pension earned under the Dry Plan.
2. Pension attributable to Credited Service earned from July 1, 1998 through December 31, 1998.
3. Pension attributable to Credited Service Earned from January 1, 1999 through December 31, 2007 equal to the sum of:
 - a. Credited Service during the period times 1.25% of Final Average Monthly Earnings.
 - b. Credited service during the period times $55/100^{\text{th}}$ s of 1% of the excess of Final Average Monthly Earnings over the Social Security Covered Compensation Base.

Reduced Early

For Accrued Benefits attributable to Continuous Service before July 1, 1998 for participants with 10 years of Continuous Service, reduced by 5/12 of 1% for each full month the annuity starting date precedes age 62.

For Accrued Benefits attributable to Continuous Service before July 1, 1998 for participants less than 10 years of Continuous Service, reduced by 5/12 of 1% for each full month the annuity starting date precedes their Normal Retirement Date.

For Accrued Benefits attributable to Continuous Service on and after July 1, 1998 to December 31, 2007, reduced by 6/10 of 1% for each full month the annuity starting date precedes Normal Retirement Date.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Late

The greater of the Normal Retirement Benefit increased actuarially for each month that the commencement is beyond the Normal Retirement Date or the Accrued Benefit at late retirement.

Vesting

All participants are 100% vested.

Disability

Disability occurring on or before March 31, 2009:

Eligibility: Total and permanent disability as determined by the Committee.

Benefit: The disability retirement benefit is equal to the accrued benefit determined using Credited Service and Eligible Earnings as of the date of disability payable beginning at age 55, reduced by 6/10th of 1% prior to Normal Retirement.

Disability occurring after March 31, 2009:

Active members are not eligible for disability benefits.

Preretirement Surviving Spouse Benefit

Eligibility: A member dies prior to his annuity commencement date, but after the attainment of Normal Retirement Age, completion of at least 5 years of Continuous Service or otherwise eligible for a deferred vested benefit with a surviving spouse.

Benefit: The retirement benefit payable to the spouse is equal to the retirement benefit which would have been payable to such spouse under the plan's joint and 50% survivor benefit if the member had terminated on his date of death, survived until his normal retirement age under the plan, begun receiving a benefit in the form of a qualified joint and survivor annuity and died the next day. The surviving spouse may elect an earlier commencement date, but no earlier than the member's earliest retirement date.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Form of Payment

For single members, a life annuity. For married members, a 50% qualified joint and survivor annuity. Optional forms available to members are as follows:

- Single Life Annuity
- 5 or 10 year period certain
- 50%, 66 2/3%, 75% or 100% joint and survivor annuity
- Lump sum

Changes in Plan Provisions Since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Logan Hourly Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Each individual who is considered a participant under the terms of the former Logan Plan as of the merger date on March 31, 1997 is a Participant.

Each eligible employee hired on or after March 31, 1997, becomes a member on the first day of employment with the employer. Effective December 31, 2007, all future new members are excluded from the plan.

There are no active members in this plan.

Retirement Dates

Normal: The first day of the month coincident with or next following the attainment of age 65 or, if later, 5 years of Continuous Service.

Early: The first day of the month coincident with or next following the attainment of age 55 and the completion of five years of Continuous Service (including years of Continuous Service after December 30, 2007).

Late: The first day of any month subsequent to the Normal Retirement Date.

Continuous Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Credited Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year. No Credited Service shall be earned after December 30, 2007. Each individual who is considered a participant under the terms of the former Logan Plan as of the merger date on March 31, 1997 shall receive Credited Service as defined under the Logan Plan.

Due to plan closure on May 31, 2005, there are no actives in the plan.

Normal Retirement Benefit

Normal Retirement

The Normal Retirement benefit of a member is equal to the difference between (a) and (b) below:

- (a) Participants retiring on or after 03/31/1997, a monthly amount equal to the sum of the following for each indicated period of Continuous Service.

Period of Service	Monthly Multiplier
Prior to 04/01/89	\$11.00
04/01/89 – 02/02/95	\$17.00
02/03/95 – 02/02/99	\$21.00
02/03/99 – 01/29/01	\$22.00
01/30/01 & thereafter	\$23.00

- (b) the monthly amount payable under the HII Plan.

Effective May 31, 2005, certain Logan employees received a shutdown benefit equal to 108% of weekly pay for each year of Credited Service. This benefit was paid as a lump sum, or, if a lump sum was not elected, the actuarial equivalent of the shutdown benefit was added to the participant's accrued benefit.

Reduced Early

If Member has attained age 55, he may elect to receive his Pension. For members with 10 or more years of continuous service, benefit is reduced $\frac{1}{2}$ of 1% for each complete month the annuity starting date precedes the Normal Retirement Date.

For members with less than 10 years of Continuous Service, benefit is reduced $\frac{6}{10}$ of 1% for each complete month the annuity start date precedes the Normal Retirement Date.

Late

The greater of the Normal Retirement Benefit increased actuarially for each month that the commencement is beyond the Normal Retirement Date or the Accrued Benefit at late retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Vesting

All participants are 100% vested.

Preretirement Surviving Spouse Benefit

Eligibility: A member dies prior to his annuity commencement date, but after the attainment of Normal Retirement Age, completion of at least 5 years of Continuous Service or otherwise eligible for a deferred vested benefit with a surviving spouse.

Benefit: The retirement benefit payable to the spouse is equal to the retirement benefit which would have been payable to such spouse under the plan's joint and 50% survivor benefit if the member had terminated on his date of death, survived until his normal retirement age under the plan, begun receiving a benefit in the form of a qualified joint and survivor annuity and died the next day. The surviving spouse may elect an earlier commencement date, but no earlier than the member's earliest retirement date.

Form of Payment

For single members, a life annuity. For married members, a 50% qualified joint and survivor annuity. Optional forms available to members are as follows:

- Single Life Annuity
- 50%, 75% or 100% joint and survivor annuity
- 50% or 100% co-pensioner annuity
- Lump sum

Changes in Plan Provisions Since Last Actuarial Valuation

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Applies to former Nampa Plan

Plan Sponsor

Air Distribution Technologies, Inc.

Effective Date

Last amended and restated effective December 31, 2011.

Participation

Each individual who is considered a participant under the terms of the former Nampa Plan as of the merger date on March 31, 1997 is a Participant.

Each eligible employee hired on or after March 31, 1997, becomes a member on the first day of employment with the employer. Effective March 31, 2009, all future new members are excluded from the plan.

Retirement Dates

Normal: The first day of the month coincident with or next following the attainment of age 65 or, if later, 5 years of Continuous Service.

Early: The first day of the month coincident with or next following the attainment of age 55 and the completion of 10 years of Continuous Service (including year of Continuous Service after December 31, 2007).

Late: The first day of any month subsequent to the Normal Retirement Date.

Continuous Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year.

Credited Service

Service is credited using the elapsed time method rounded to the nearest one-twelfth of a year. No Credited Service shall be earned after March 31, 2009. Each individual who is considered a participant under the terms of the former Nampa Plan as of the merger date on March 31, 1997 shall receive Credited Service as defined under the Nampa Plan.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Normal Retirement Benefit

Normal Retirement

The normal retirement benefit of a member is equal to the difference between parts (a) and (b) below:

- (a) As of March 31, 2009, the normal retirement benefit of a Member based upon the Member's Years of Continuous Service as of March 31, 2009 for each period of indicated Continuous Service multiplied by the applicable multiplier for that period.

Period of Service	Monthly Multiplier
Prior to 02/01/93	\$ 8.00
02/01/93 – 01/31/94	\$10.00
02/01/94 – 01/31/95	\$11.00
02/01/95 – 01/31/97	\$13.00
02/01/97 – 01/02/00	\$14.00
01/03/00 – 01/02/01	\$16.00
01/03/01 – 01/02/02	\$18.00
01/03/02 – 01/02/03	\$19.00
01/03/03 – 01/02/04	\$20.00
01/03/04 – 01/02/05	\$21.00
01/03/05 – 01/02/06	\$22.00
01/03/06 – 01/02/07	\$23.00
01/03/07 – 01/02/08	\$24.00
01/03/08 – 03/31/09	\$25.00

- (b) the monthly amount payable under the applicable terms of the Prior Plan.

Reduced Early

If Member has attained age 55, he may elect to receive his Pension. For members with 10 or more years of continuous service, benefit is reduced $\frac{1}{2}$ of 1% for each complete month the annuity starting date precedes the Normal Retirement Date.

Late

The greater of the Normal Retirement Benefit increased actuarially for each month that the commencement is beyond the Normal Retirement Date or the Accrued Benefit at late retirement.

Vesting

All participants are 100% vested.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Part V – Summary of Principal Plan Provisions

Disability

Disability occurring on or before March 31, 2009:

Eligibility: Total and permanent disability as determined by the Committee.

Benefit: The disability retirement benefit is equal to the accrued benefit determined using Credited Service and Eligible Earnings as of the date of disability payable beginning at age 55, reduced prior to Normal Retirement by $\frac{1}{2}$ of 1% if the participant had ten or more years of service and reduced by $\frac{6}{10}$ th of 1% if the participant had less than ten years of service prior.

Disability occurring after March 31, 2009:

Active members are not eligible for disability benefits.

Preretirement Surviving Spouse Benefit

Eligibility: A member dies prior to his annuity commencement date, but after the attainment of Normal Retirement Age, completion of at least 5 years of Continuous Service or otherwise eligible for a deferred vested benefit with a surviving spouse.

Benefit: The retirement benefit payable to the spouse is equal to the retirement benefit which would have been payable to such spouse under the plan's joint and 75% survivor benefit if the member had terminated on his date of death, survived until his normal retirement age under the plan, begun receiving a benefit in the form of a qualified joint and survivor annuity and died the next day. The surviving spouse may elect an earlier commencement date, but no earlier than the member's earliest retirement date.

Form of Payment

For single members, a life annuity. For married members, a 50% qualified joint and survivor annuity. Optional forms available to members are as follows:

Single Life Annuity
50% or 75% joint and survivor annuity
50% or 100% co-pensioner annuity
Lump sum

Changes in Plan Provisions Since Last Actuarial Valuation

There have been no changes in the plan provisions since the last actuarial valuation that would affect current valuation results.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012

**Schedule R, line 18 – Funded Percentage of Plans
Contributing to the Liabilities of Plan Participants**

Plan Name: Air Distribution Technologies Consolidated Pension Plan
Plan Sponsor: Air Distribution Technologies, Inc.
EIN: 99-0382064
Plan Number: 006
Funding Percentage at January 1, 2012: 110.35%

Plan Name: Lau (Dayton) Hourly Employees Pension Plan
Plan Sponsor: Air Distribution Technologies, Inc.
EIN: 99-0382064
Plan Number: 002
Funding Percentage at January 1, 2012: 92.13%

Plan Name: Lau (Indianapolis) Hourly Employees Pension Plan
Plan Sponsor: Air Distribution Technologies, Inc.
EIN: 99-0382064
Plan Number: 003
Funding Percentage at January 1, 2012: 100.98%

Plan Name: Ruskin Company Hourly Employees Pension Plan
Plan Sponsor: Air Distribution Technologies, Inc.
EIN: 99-0382064
Plan Number: 004
Funding Percentage at January 1, 2012: 100.33%

SCHEDULE SB ATTACHMENTS (cont.)

Schedule SB, Line 24 Change in Actuarial Assumptions as of January 1, 2012

The ASC Tucson Production and Maintenance Employees Pension Plan, Tomkins Consolidated Frozen Pension Plan and Hart & Cooley, Inc. Hourly Employees Retirement Plan were merged into the Selkirk Corporation Pension Plan to form the Tomkins/Selkirk Consolidated Pension Plan effective December 31, 2011.

The plan provisions were changed to provide an optional lump sum benefit as an additional form of payment upon retirement for all active and deferred vested participants of the plan where this option was not already available.

As a result of the plan provisions' change to include an optional lump sum as an additional form of payment, 50% of active and deferred vested participants are assumed to elect a lump sum upon retirement, except for Penn Salaried participants, for whom 100% of participants are already assumed to elect a lump sum. Lump sums were valued using the substitution of annuity form under Proposed IRC §1.430(d)-1(f)(4) without application of generational mortality and without recognition of the phase-in of IRC §417(e)(3) assumptions.

Plan Name:	Air Distribution Technologies Consolidated Pension Plan
EIN / PN:	99-0382064 / 006
Plan Sponsor:	Air Distribution Technologies, Inc.
Valuation Date:	January 1, 2012