Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] 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:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
VCC 401(K) AND PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 04/01/1987

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

VCC

216 LOUISIANA
LITTLE ROCK, AR 72201-2706

2b Employer Identification Number (EIN) 71-0644259

2c Sponsor's telephone number 501-376-0017

2d Business code (see instructions) 236200

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/07/2013	BRADLEY N DAVIS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/07/2013	BRADLEY N DAVIS
	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

RETIREMENT COMMITTE VRATSINAS CONSTRUCTION COMPANY

216 LOUISIANA
LITTLE ROCK, AR 72201-2706

3b Administrator's EIN: 71-0648840

3c Administrator's telephone number: 501-376-0017

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	354
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**	256
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	127
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	383
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	383
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	343
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	6
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 3D 2T

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

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

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

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☐	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒	**H** (Financial Information)
(2)	☐	**I** (Financial Information – Small Plan)
(3)	☐	**A** (Insurance Information)
(4)	☒	**C** (Service Provider Information)
(5)	☒	**D** (DFE/Participating Plan Information)
(6)	☐	**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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	**B** Three-digit plan number (PN) ▶	
VCC 401(K) AND PROFIT SHARING PLAN		001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)	
VCC	71-0644259	

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).. . . . . [X] 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

SEI TRUST COMPANY

06-1271230

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

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

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

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

HARTFORD RETIREMENT SERVICES, LLC

26-1589907

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 38 49 50 59 60 62 63 64 65 72 99	N/A	15900	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

UBS FINANCIAL SERVICES, INC.

13-2638166

(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?
55	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	60201	Yes [ ] No [X]

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

MORNINGSTAR ASSOCIATES, LLC

36-4317381

(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?
49	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	19	Yes [ ] No [X]

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)

RELIANCE TRUST COMPANY

58-1428634

(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?
19 25 99	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	2864	Yes [ ] No [X]

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

MESIROW FINANCIAL INV MGT, INC.

36-3429599

(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?
49	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	20	Yes [ ] No [X]

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

JPMS COX, PLLC

20-1776739

(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	N/A	7000	Yes [ ] No [X]	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
HARTFORD RETIREMENT SERVICE, LLC	52 59 60 62 63	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEE FEE AND COMPENSATION REPORT 26-1589907	SEE FEE AND COMPENSATION DISCLOSURE REPORT

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
UBS FINANCIAL SERVICES INC	55	60201

(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.
HARTFORD SECURITIES DISTRIBUTION CO 06-1408014	SEE FEE AND COMPENSATION DISCLOSURE REPORT

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORNINGSTAR ASSOCIATES, LLC	49	19

(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.
HARTFORD LIFE INS CO 06-0974148	SEE FEE AND COMPENSATION DISCLOSURE REPORT

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
MESIROW FINANCIAL INV MGT, INC.	49	19

(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.
HARTFORD LIFE INSURANCE COMPANY 06-0974148	SEE FEE AND COMPENSATION DISCLOSURE REPORT

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
RELIANCE TRUST COMPANY	19 25 99	2864

(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.
HARTFORD RETIREMENT SERVICE 26-1589907	SEE FEE AND COMPENSATION SEE FEE AND COMPENSATION

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MESIROW FINANCIAL INV MGT, INC	27 49	20

(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.
HARTFORD LIFE INSURANCE COMPANY 06-0974148	SEE FEE AND COMPENSATION SEE FEE AND COMPENSATION

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

(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)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
VCC 401(K) AND PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
VCC

D Employer Identification Number (EIN)
71-0644259

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)

a Name of MTIA, CCT, PSA, or 103-12 IE: SEI FIXED FUND

b Name of sponsor of entity listed in (a): SEI TRUST COMPANY

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)
23-2852249-002	C	1721402

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)

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

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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
VCC 401(K) AND PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
VCC

D Employer Identification Number (EIN)
71-0644259

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)	852549	696792
(9) Value of interest in common/collective trusts	1c(9)	1391474	1721402
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	22425014	25274246
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(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	24669037	27692440
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	24669037	27692440

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)	989451	
	(C) Others (including rollovers)	2a(1)(C)	60920	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1050371
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)	37360	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		37360
	(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)	649648	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		649648
	(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)		12179
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		2705993
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4455551
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1416247	
(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)		1416247
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	15901	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		15901
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1432148
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		3023403
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

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

(1) Name: JPMS COX, PLLC **(2)** EIN: 20-1776739

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:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		22500
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.)	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.)	4c		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.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	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?	4f		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?	4g		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?	4h		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.)	4i	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.)	4j		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?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
VCC 401(K) AND PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
VCC

D Employer Identification Number (EIN)
71-0644259

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 06-0974148

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

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

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

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

VCC 401(K) AND PROFIT SHARING PLAN

Financial Statements as of December 31, 2012 and 2011, and for the Year Ended December 31, 2012, Supplemental Schedules as of December 31, 2012, and Independent Auditors' Report

VCC 401(K) AND PROFIT SHARING PLAN

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JPMS | Cox
ACCOUNTANTS & CONSULTANTS

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INDEPENDENT AUDITORS' REPORT

To the Participants and 401(K) and Profit Sharing Committee of VCC 401(k) and Profit Sharing Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of VCC 401(k) and Profit Sharing Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Reliance Trust Company, the Trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2012 and 2011, and for the year ended December 31, 2012, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

An Independently Owned Member
McGLADREY ALLIANCE | McGladrey

THE McGLADREY ALLIANCE IS A PREMIER AFFILIATION OF INDEPENDENT ACCOUNTING AND CONSULTING FIRMS. THE McGLADREY ALLIANCE MEMBER FIRMS MAINTAIN THEIR NAME, AUTONOMY AND INDEPENDENCE AND ARE RESPONSIBLE FOR THEIR OWN CLIENT FEE ARRANGEMENTS, DELIVERY OF SERVICES AND MAINTENANCE OF CLIENT RELATIONSHIPS.

Disclaimer of Opinion

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

Other Matter

The supplemental schedules of delinquent participant contributions and schedule of assets (held at end of year) as of December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified or provided 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

JPMS Cox, PLLC

September 24, 2013

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments	$ 27,035,518	$ 23,814,307
Receivables:		
Participant contributions	53,973	-
Notes receivable from participants	559,998	852,549
Total receivables	613,971	852,549
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	27,649,489	24,666,856
Adjustment from fair value to contract value for interest in collective trust relating to fully benefit responsive investment contracts	(39,870)	2,181
NET ASSETS AVAILABLE FOR BENEFITS	$ 27,609,619	$ 24,669,037

See Notes to Financial Statements.

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS:	
Investment income:	
Net appreciation in fair value of investments	$ 2,705,970
Dividends	661,850
Total investment income	3,367,820
Interest income on notes receivable from participants	37,360
Contributions:	
Participant	1,043,424
Rollover	60,920
Total contributions	1,104,344
TOTAL ADDITIONS	4,509,524
DEDUCTIONS:	
Benefits paid to participants	1,553,041
Administrative expenses	15,901
TOTAL DEDUCTIONS	1,568,942
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	2,940,582
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	24,669,037
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$ 27,609,619

See Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS AS OF DECEMBER 31, 2012

1. DESCRIPTION OF THE PLAN

The following brief description of the VCC 401(k) and Profit Sharing Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for more complete information.

General – The Plan is a defined contribution employee benefit plan providing retirement benefits to eligible employees of the following employers (collectively, the Employer): VCC, VCC LLC, Professional Management Enterprises, Construction Management Systems LLC, Construction Management Services Inc., Demo Specialties Inc., CMS, VCC Construction Corp., and Construction Management Services International LLC. Effective January 1, 2012, PC Hardware, LLC became a participating employer.

All employees are eligible to participate in deferrals on the first day of the month following 30 days of employment provided they have attained age 20. All employees are eligible to receive a profit sharing contribution after one year of service and provided they have attained the age of 20. A Plan participant, who receives compensation, will qualify to receive an allocation of employer profit sharing contributions if they are employed on the last day of the plan year, provided they have completed 1,000 hours of service. The Employer shall allocate a profit sharing contribution for each participant who separated from employment during the Plan year if the participant terminated as a result of retirement, disability, or death. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions – Participants may make 401(k) contributions as a percentage of their pretax annual compensation, as defined by the Plan. Employees hired after January 1, 2008, are automatically enrolled in the Plan at 3% of eligible compensation after they satisfy eligibility requirements provided they have not elected out of participating. The initial automatic deferral amount will increase by 1% of eligible compensation each year up to a maximum of 30% of compensation. Compensation is defined as all taxable wages plus voluntary salary reductions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Employer may contribute a discretionary profit sharing amount to the Plan each year. There were no discretionary profit sharing contributions authorized during 2012 other than forfeiture allocations. The annual contribution is limited to the maximum amount allowable under the Internal Revenue Code (the Code) and regulations.

Participant Accounts – Each participant's account is credited with the participant's contribution, and allocations of (a) the Employer discretionary profit sharing contribution, and (b) Plan earnings, and charged with benefits paid to participants and an allocation of administrative expenses. Allocations of Plan earnings and administrative expenses are based on each participant's account balance in relation to the account balance of all participants as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants direct the investment of their contributions into various investment options offered by the Plan.

Vesting – Participants are immediately vested in their own contributions plus actual earnings thereon. Vesting in the portion of their profit sharing account attributable to the Employer's contributions is based on each participant's years of service. Participants become 20% vested in Employer contributions and related net investment income after completing two years of service and vest an additional 20% for each year of service thereafter, becoming 100% vested after completing six years of service. A participant will also become fully vested in their profit sharing balance upon death, disability, or retirement at age 65 or older.

Payment of Benefits – Upon termination of service, a participant may receive payment of his or her vested account balance in a lump-sum. In-service withdrawals are available from a participant's vested account provided they have reached age 59 ½ or as a hardship distribution. Upon proof to the satisfaction of the Plan administrator of an immediate and heavy financial need, amounts contributed by the participant may be withdrawn for a hardship purpose.

Forfeited Accounts – The portion of a participant's account to which they are not entitled to upon termination of participation is deemed a forfeiture. Forfeitures may be used to pay administrative expenses. Any remaining forfeitures will be used to reduce Employer contributions. During the years ended December 31, 2012 and 2011, forfeitures of approximately $99,500 and $140,000, respectively, were allocated to participant accounts as a discretionary profit sharing contribution.

Notes Receivable from Participants – Participants may borrow from their own accounts at a minimum of $1,000 up to a maximum of the lessor of $50,000 or 50% of their vested account balance. Note receivable terms range from one to five years, unless for the purchase of a primary residence. The notes receivable are secured by 50% of the vested balance in the participant's account and monthly automatic payroll deductions. The notes receivable bear interest at a fixed rate equal to the preferred rate on the note receivable date. Participants may only have two notes receivable outstanding at any time.

Administrative Expenses – Administrative expenses are paid by the Plan unless paid by the Employer. Participants' accounts are charged quarterly for the Plan's administrative fees with additional administrative expenses such as trustee fees paid by the Employer.

Plan Termination – Although the Employer has not expressed any intent to do so, they have the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Investment Valuation and Income Recognition – Investments are carried at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for further discussion of fair value measurement. Purchases and sales of securities are recorded based on the date of trade. Dividends are recorded on the ex-dividend date.

Notes Receivable from Participants – Notes receivable from participants is measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are treated as distributions based upon the terms of the plan documents. Interest is recorded as earned.

Payment of Benefits – Benefits are recorded when paid.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Recent Accounting Pronouncements – In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards (IFRSs).* ASU 2011-04 amended Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures* to converge the fair value measurement guidance in GAAP and IFRSs. Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. These amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. The effects of the provisions of ASU 2011-04 are disclosed in Note 4.

Accounting for Uncertainty in Income Taxes – Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that is more likely than not would be sustained upon examination. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no

audits for any tax periods in progress. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2009.

Subsequent Events – Plan management has evaluated subsequent events through September 24, 2013, the date the financial statements were issued. See Note 8 for a discussion of subsequent events noted.

3. INFORMATION CERTIFIED AND PROVIDED BY THE TRUSTEE

Reliance Trust Company (the Trustee) holds the Plan's assets and executes all transactions. Hartford Retirement Services serves as the third party administrator (the TPA). All investment information disclosed in the accompanying financial statements, notes, and schedules, including investments held at December 31, 2012 and 2011, and net appreciation in fair value of investments, interest income on notes receivable from participants, and dividend income for the year ended December 31, 2012, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the Trustee.

Single investments representing more than 5% of the Plan's net assets, at fair value, as of December 31, 2012 and 2011, are as follows:

	2012	2011
American Funds Europacific Growth Fund	$2,880,861	$2,555,744
MFS Bond Fund	1,647,420	1,531,193
SEI Trust Company Fixed Fund	1,761,272	1,389,293
MFS Research International Fund	2,982,697	2,672,188
MFS Value Fund	4,803,744	4,303,534
Franklin Growth Fund	4,571,615	4,070,083
MFS Total Return Fund	*	1,286,836

* Investment did not represent more than 5% of the Plan's net assets available for benefits for the respective plan year.

During 2012, the Plan's investments in shares of registered investment companies (including investments purchased, sold, as well as held during the year) appreciated in value by $2,705,970.

4. FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under ASC 820 are described below.

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

Level 2 — Inputs to the valuation methodology include:

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

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

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

An asset's or liability's fair value measurement level with 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 assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Shares of registered investment companies: Valued based on published market prices which represent the net asset value (NAV) of shares held by the Plan at year-end.

Common/collective trust fund: Valued at the NAV based on information reported by the common/collective trust's investment advisor using the audited financial statements of the common/collective trust at year-end.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012:

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 960,408	$ -	$ -	$ 960,408
Mid value fund	1,261,491	-	-	1,261,491
Large value funds	6,115,186	-	-	6,115,186
Small growth fund	953,517	-	-	953,517
Mid growth fund	1,115,540	-	-	1,115,540
Large growth funds	7,452,476	-	-	7,452,476
Large blend funds	4,961,555	-	-	4,961,555
Intermediate-term bond fund	1,647,420	-	-	1,647,420
World bond fund	806,653	-	-	806,653
Common/collective trust fund:				
Stable value fund (a)	-	1,761,272	-	1,761,272
Total	$ 25,274,246	$ 1,761,272	$ -	$ 27,035,518

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

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 836,546	$ -	$ -	$ 836,546
Mid value fund	1,162,863	-	-	1,162,863
Large value funds	5,590,370	-	-	5,590,370
Small growth fund	818,742	-	-	818,742
Mid growth fund	1,021,476	-	-	1,021,476
Large growth funds	6,625,827	-	-	6,625,827
Large blend funds	4,101,537	-	-	4,101,537
Intermediate-term bond fund	1,531,193	-	-	1,531,193
World bond fund	736,460	-	-	736,460
Common/collective trust fund:				
Stable value fund (a)	-	1,389,293	-	1,389,293
Total	$ 22,425,014	$ 1,389,293	$ -	$ 23,814,307

(a) Investments in this category may be redeemed immediately at the current NAV per share based on the fair value of the underlying assets. There were no unfunded commitments. Redemptions require a twelve month notice period.

This fund seeks maximum total return through both current income and price appreciation, consistent with the preservation of capital and prudent risk taking. It primarily invests in a variety of investment contracts such as guaranteed investment contracts issued by insurance companies and other financial institutions and other investment products with similar characteristics.

To assess the appropriate classification of investments within the fair value of hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investments from one fair value level to another. In such instance the transfer is reported at the beginning of the reporting period. The significance of transfers between levels is evaluated based upon the nature of the investment and the size of the transfer relative to total net assets available for benefits.

5. PARTIES-IN-INTEREST

Hartford Financial Services, the parent company of the TPA, serves as the marketing agent for the SEI Trust Company Fixed Fund and owner of MFS Retirement Plans division, which hold the MFS Funds. Transactions in these funds are considered to be conducted with a party-in-interest. The Plan also holds notes receivable from participants. As a result, these assets and all transactions relating to these assets were with parties-in-interest. These transactions are exempt from being prohibited transactions by ERISA.

6. TAX STATUS

The underlying non-standardized prototype plan has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2008, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. In accordance with Revenue Procedure 2012-6, the Employer has determined that it is eligible to, and has chosen to, rely on the current IRS prototype plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator has indicated that the Plan will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

7. RISKS AND UNCERTAINTIES

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

8. SUBSEQUENT EVENT

Effective January 1, 2013, The Hartford's Retirement Plans Group was acquired by Massachusetts Mutual Life Insurance Company (MassMutual). MassMutual Retirement Services, LLC (MMRS) (formerly known as Hartford Retirement Services, LLC) became a MassMutual affiliated company effective January 1, 2013. MassMutual has no affiliation, and MMRS and The Hartford's Retirement Plans Group business no longer have any affiliation, with The Hartford Financial Services Group or any of its subsidiaries.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011, to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 27,609,619	$ 24,669,037
Less: Employer contributions receivable	(53,973)	-
Add: Adjustments for defaulted loans	136,794	-
Net assets available for benefits per the Form 5500	$ 27,692,440	$ 24,669,037

The following is a reconciliation of total investment income per the financial statements for the year ended December 31, 2012, to Form 5500:

Total investment income per the financial statements	$ 3,367,820
Add: interest income on notes receivable from participants	37,360
Total investment income per the Form 5500	$ 3,405,180

The following is a reconciliation of total contributions per the financial statements for the year ended December 31, 2012, to Form 5500:

Total contributions per the financial statements	$ 1,104,344
Less: Employer contributions receivable at December 31, 2012	(53,973)
Total contributions per the Form 5500	$ 1,050,371

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2012, to Form 5500:

Benefits paid to participants per the financial statements	$ 1,553,041
Less: Adjustments for defaulted loans	(136,794)
Benefits paid to participants per Form 5500	$ 1,416,247

SUPPLEMENTAL SCHEDULE

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4a –
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
AS OF DECEMBER 31, 2012

Employer Identification Number: 71-0644259
Plan Number: 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$22,500	$ -	$ -	$22,500	$ -

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4i –
SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2012

EIN: 71-0644259

Plan Number: 001

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Allianz Funds	Small-Cap Value Fund	$ 960,408
	American Funds	Europacific Growth Fund	2,880,861
	American Funds	2010 Target Retirement Fund	60,789
	American Funds	2015 Target Retirement Fund	11,748
	American Funds	2020 Target Retirement Fund	376,415
	American Funds	2025 Target Retirement Fund	349,426
	American Funds	2030 Target Retirement Fund	348,102
	American Funds	2035 Target Retirement Fund	437,939
	American Funds	2040 Target Retirement Fund	10,244
	American Funds	2045 Target Retirement Fund	293,343
	American Funds	2050 Target Retirement Fund	90,852
	Invesco Funds	Small-Cap Growth Fund	953,517
	Franklin Templeton Investment Funds	Growth Fund	4,571,615
	Franklin Templeton Investment Funds	Templeton Global Bond Fund	806,653
*	MFS Funds	Bond Fund	1,647,420
*	SEI Trust Company	Fixed Fund	1,761,272
*	MFS Funds	Research International Fund	2,982,697
*	MFS Funds	Total Return Fund	1,311,442
*	MFS Funds	Value Fund	4,803,744
	Munder Funds	Mid-Cap Core Growth Fund	1,115,540
	Janus Funds	Perkins Mid Cap Value Fund	1,261,491
*	Participants	Notes receivable with interest rates ranging from 4.25% to 9.25% and maturity dates through April 2037	559,998
			$ 27,595,516

Column (d) is not applicable for participant-directed investments.

* Represents a party-in-interest to the Plan.

See Accompanying Independent Auditors' Report.



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Effective January 1, 2013 - Role of MassMutual

Massachusetts Mutual Life Insurance Company (together, with its affiliates, "MassMutual") acquired The Hartford's Retirement Plans business effective January 1, 2013. In connection with the acquisition, MassMutual has been appointed to provide all administrative services necessary to support the Administrative Services Agreement for your plan. In this role, MassMutual receives all charges, fees and compensation payable to The Hartford for the services provided to your plan under the packaged retirement services programs. Additionally, MassMutual and its affiliates are responsible for marketing and selling the retirement plan services programs and paying compensation to Financial Intermediaries for sales and marketing activities related to the retirement plan services programs.

For Form 5500 Schedule C reporting purposes, all Direct Compensation items (e.g., fees distributed from participant accounts) plus certain Indirect Compensation items (e.g., sales commissions) are reported on a Plan Year basis, and all remaining Indirect Compensation items (e.g., revenue sharing) are reported on a Calendar Year basis. As a result, if your 2012 Plan Year is an off-calendar year Plan Year (e.g., July 1, 2012 - June 30, 2013) certain of your Plan's Schedule C information may list multiple entities as payors or payees of Direct and Indirect Compensation.

Massachusetts Mutual Life Insurance Company: EIN 04-1590850

MassMutual Retirement Services, LLC (formerly Hartford Retirement Services, LLC): EIN 26-1589907

Hartford Life Insurance Company: EIN 06-0974148

Hartford Securities Distribution Company, Inc.: EIN 06-1408044

Fee and Compensation Disclosure Report

This document is intended to assist a plan administrator ("you") in completing the Form 5500 Schedule C[1] by identifying different types of compensation paid with respect to the Hartford product utilized by your plan.

As permitted under the Schedule C rules, compensation is disclosed in the attached report as an actual dollar amount, an estimate or a formula or rate.

- Where an actual dollar amount of compensation is disclosed, no further notation regarding compensation calculations is generally provided.
- Where an estimate of the compensation amount is disclosed, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount.
- Where a formula or rate is provided to report compensation, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount. This formula or rate may be disclosed to describe the compensation to which it applies under the Schedule C rules. Alternatively, for purposes of Schedule C disclosure or in connection with your fiduciary review of the compensation paid with respect to the services, products and investment options utilized by the plan, you may calculate and disclose an actual or estimated dollar amount by multiplying the rate by the total assets to which it applies.

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2012 - 12/31/2012 and indirect compensation is presented on a calendar year basis ending 12/31/2012.

This report includes compensation actually paid to or by the Hartford within the indicated plan year as part of your Hartford product. *(Note: If the plan year period or plan year end indicated in this Schedule C reporting package is incorrect, please notify your Hartford customer service representative immediately).* This report does not include amounts deducted from plan assets and paid to third parties (other than Hartford). In addition, the report does not include compensation related to investments held by the plan that are not serviced on our recordkeeping system. You should contact your other service providers for reportable compensation information. You may also receive information on the compensation reported here from other service providers as is described below.

Please note that we have provided suggested service codes with respect to services provided through our Hartford product. Please review all Schedule C and other Form 5500 materials with your experienced benefits counsel and other professionals to determine the most appropriate codes for your plan. In addition, please note that because plans with fewer than 100 participants (as of the beginning of the plan year) are generally not required to file Schedule C, you should refer to the instructions provided by the IRS for Schedule C and/or review the applicability of Schedule C to your plan with your experienced tax/benefits counsel, to determine whether it is necessary for the plan to report the information contemplated by this report.

Please contact your Hartford Service Team should you require additional information regarding the compensation paid to or by Hartford with respect to your plan.

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Information provided in this document and related materials we provide are not intended to be and shall not be deemed tax advice, tax form preparation services, legal advice, advice to plans regarding compliance with ERISA reporting compliance, or accounting or other professional services. As described above, the information contained in this report may not cover all of the compensation received by the plan's service providers. We strongly encourage you to review all Schedule C and other Form 5500 materials with experienced benefits counsel and other professionals.

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[1] Please refer to the Schedule C of the Form 5500 and its instructions (available at: http://www.dol.gov/ebsa/5500main.html), and please confer with experienced benefits counsel and other professionals, to determine the applicability of Schedule C to your plan.

FORM 5500 SCHEDULE C REPORT
SCHEDULE C, LINE 2(h) AND LINE 3(e) FORMULA DESCRIPTION

VCC 401K PLAN (660500241)
EIN #: 71-0644259

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2012 - 12/31/2012 and indirect compensation is presented on a calendar year basis ending 12/31/2012.

For use with lines 2(h), 3(c), 3(d), 3(e)

Total Direct Compensation Paid **$15,899.89**

The total amount identified above reflects all fees deducted from plan assets at the plan administrator's direction for the plan year. Service providers which have received portions of these direct fees are listed below, along with the amount of fees they received. Please note that if there is a discrepancy between the total direct fees reported above and the sum of the direct fees reported below, you should contact your other service providers or your plan records to identify the recipient(s) of the fees and any other information relevant to your Schedule C filing.

Recipient: Hartford Retirement Services, LLC EIN: 26-1589907

Service Codes: 15, 37, 38, 49, 59, 60, 62, 63, 64, 65, 72, 99, 50 (if direct compensation amount reflected below)

Direct Compensation **$15,899.89**

The total amount identified above reflects fees deducted from plan assets at the plan administrator's direction for the 2012 plan year for the above named recipient. Please review other service providers, below, to determine whether direct fees were also paid to them. Also, please review your records to determine whether other service providers may have received any compensation not reported below (e.g., a reimbursement paid to any plan fiduciary, your employee benefits counsel, or a plan auditor).

Note: Due to system accounting protocols (including 'cash basis' accounting), amounts reported as Direct Compensation and amounts reported as paid to Hartford Retirement Services, LLC are the net result of aggregating direct compensation after the effects of adjustments processed in 2012, some of which may have pertained to prior years.

Please review the detailed breakdown at the end of the report for further information.

Indirect Compensation

Float compensation Payor: Reliance Trust Company EIN: 58-1428634 **$3.27**

This is an estimate based on the average annual rate of float compensation (0.01% for 2012) earned on certain processing bank accounts for the 2012 calendar year multiplied by an estimate of the assets related to uncashed checks*. This estimate does not include float earned for any other reason (e.g., if amounts remitted to The Hartford cannot be immediately invested because they are not in good order). Please review or request a copy of the current float disclosure for more information about the other circumstances in which float is earned.

* A complete listing of distribution checks that remain outstanding for your plan is available on the Retirement Plan Access web site under the Standard Reports section (Report R03998-Outstanding Distribution Checks). Uncashed check assets will continue to remain in a float-earning bank account until such time direction is received from the Plan Sponsor. The Plan Sponsor should consult with their tax advisor or benefits counsel to determine if assets attributable to uncashed checks should be included on the Form 5500 filing.

Non Monetary Compensation

Please note that items of nonmonetary compensation need to be reported for Schedule A or C (Form 5500) purposes if they exceed certain *de minimus* amounts. Transactions generating nonmonetary compensation may include gifts, gratuities, or certain types of in-kind benefits. Hartford's Code of Ethics and Business Conduct generally restricts Hartford employees from giving to or receiving gifts from customers and/or business partners having a value of over $100, in any individual situation, without prior approval. However, it is possible that one or more of your service providers for the calendar year, including Hartford, engaged in transactions generating nonmonetary compensation. Information concerning reportable transactions undertaken between or among non-Hartford parties may not be available to The Hartford.

Please consult with your legal or tax advisors if you have any questions.

Compensation paid with respect to Funds

Investment Option Name	*EIN*	*Rate of Fees and Payments Received By Hartford with Respect to the Fund* (rates as of 12/31/2012)*	*Total Fund Annual Operating Expenses (Fund Expense Ratio) (as of 12/31/2012)*
ALLIANZGI NFJ SMALL CAP VAL A	33-0457728	0.50% x assets	1.22%
AMERICAN FUNDS 2010 TDATE-R4	95-1411037	0.35% x assets	0.80%
AMERICAN FUNDS 2015 TDATE-R4	95-1411037	0.35% x assets	0.81%
AMERICAN FUNDS 2020 TDATE-R4	95-1411037	0.35% x assets	0.84%
AMERICAN FUNDS 2025 TDATE-R4	95-1411037	0.35% x assets	0.86%
AMERICAN FUNDS 2030 TDATE-R4	95-1411037	0.35% x assets	0.87%
AMERICAN FUNDS 2035 TDATE-R4	95-1411037	0.35% x assets	0.87%
AMERICAN FUNDS 2040 TDATE-R4	95-1411037	0.35% x assets	0.88%
AMERICAN FUNDS 2045 TDATE-R4	95-1411037	0.35% x assets	0.89%
AMERICAN FUNDS 2050 TDATE-R4	95-1411037	0.35% x assets	0.89%
AMERICAN FUNDS EUROPACIFIC-A	95-1411037	0.35% x assets	0.84%
FIXED FUND	23-2177800	0.90% x assets	1.49%
FIXED FUND-INSTITUTIONAL	23-2177800	0.40% x assets	0.99%
FRANKLIN GROWTH FUND-A	13-2573775	0.35% x assets plus $16/particpant	0.94%
INVESCO SMALL CAP GROWTH FUND-A	94-2362417	0.60% x assets	1.27%
MFS BOND FUND-A	04-2535629	0.63% x assets	0.85%
MFS RESEARCH INTERNAT'L FUND-R4	04-3158862	0.23% x assets	0.97%
MFS TOTAL RETURN FUND-A	04-2468583	0.63% x assets	0.77%
MFS VALUE FUND-A	04-3158862	0.63% x assets	0.96%
MUNDER MID CAP CORE GROWTH-A	20-5982541	0.55% x assets	1.33%
PERKINS MID CAP VALUE A	84-0592523	0.45% x assets plus $16/particpant	1.05%
TEMPLETON GLOBAL BOND FUND-A	59-6865210	0.35% x assets plus $16/particpant	0.91%

The list includes any investment option held by the plan on at least one month end during the 2012 calendar year. To arrive at an estimate of the dollar amount that Hartford received from each fund, multiply the rate of fees received from each fund by your plan's year-end balance (or if the fund was liquidated prior to year end, the balance on the liquidation date) and, if applicable, the per participant fee by the number of participants in the fund at year end (or the liquidation date if earlier). This will be an estimate because your plan's balance and number of participants will vary over the course of the year, so the year-end balance and number of participants may be higher or lower than the daily balance. In addition, these fees are calculated on a daily basis.

* Please note that Hartford Retirement Services, LLC's affiliate, Hartford Securities Distribution Company, Inc., receives the sales compensation (12b-1 fees) portion of this amount. After compensating the plan's broker-dealer firm, if applicable, any residual amount is paid to Hartford Retirement Services, LLC.

Recipient: UBS FINANCIAL SERVICES INC EIN: 13-2638166

Service Codes:

Please contact your Service Provider for the list of applicable services performed and Service Codes.

Direct Compensation **$0.00**

Our records indicate that this recipient did not receive any Direct Compensation. Please review your records to determine whether this service provider may have received any compensation not reported.

Indirect Compensation

* **Sales commission**	Payor: Hartford Securities Distribution Company, Inc.	EIN: 06-1408044	**$60,201.18**

* *Sales Commissions are reported on a Plan Year basis.*

Non Monetary Compensation

Please note that items of nonmonetary compensation need to be reported for Schedule A or C (Form 5500) purposes if they exceed certain *de minimus* amounts. Transactions generating nonmonetary compensation may include gifts, gratuities, or certain types of in-kind benefits. Hartford's Code of Ethics and Business Conduct generally restricts Hartford employees from giving to or receiving gifts from customers and/or business partners having a value of over $100, in any individual situation, without prior approval. However, it is possible that one or more of your service providers for the 2012 calendar year, including Hartford, engaged in transactions generating nonmonetary compensation. Information concerning reportable transactions undertaken between or among non-Hartford parties may not be available to The Hartford.

Please consult with your legal or tax advisors if you have any questions.

Recipient: Morningstar Associates, LLC EIN: 36-4317381

Service Code: 49

Indirect Compensation

"Managed by You" services fee	Payor: Hartford Life Insurance Company	EIN: 06-0974148	**$18.61**

This is an estimate determined by dividing a flat annual fee paid to Morningstar by the number of plans to whom this feature is made available.

Recipient: Reliance Trust Company EIN: 58-1428634

Indirect Compensation

Custodial/Trust service fee **$2,864.27**
Service Codes: 19, 25, 99

Payors: Hartford Life Insurance Company EIN: 06-0974148
Hartford Retirement Services, LLC EIN: 26-1589907

This is an estimate based on multiplying actual 2012 month end assets by 0.005%/12 and then summing the results.

Recipient: Mesirow Financial Investment Management, Inc. EIN: 36-3429599

Indirect Compensation

Annual platform package fee ("Model My Goals") **$20.51**
Service code: 49

Payor: Hartford Life Insurance Company EIN: 06-0974148

This is an estimate based on the annual platform package fee paid to Mesirow divided by the number of plans using this feature.

Direct Revenue Detail

Recipient: ***Hartford Retirement Services, LLC***

Fee Description	**Dollar Amount**
Holding Account: Hartford Fee	$7,000.00
Loan Set-up Fee	$500.00
One-Time Distribution Fee	$1,155.00
Holding Account: Service Provider Fee	$2,157.39
Loan Administration Fee	$5,087.50
Total Direct Revenue:	**$15,899.89**
Grand Total Direct Fees:	**$15,899.89**

VCC 401(K) AND PROFIT SHARING PLAN

Financial Statements as of December 31, 2012 and 2011, and for the Year Ended December 31, 2012, Supplemental Schedules as of December 31, 2012, and Independent Auditors' Report

VCC 401(K) AND PROFIT SHARING PLAN

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INDEPENDENT AUDITORS' REPORT

To the Participants and 401(K) and Profit Sharing Committee of VCC 401(k) and Profit Sharing Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of VCC 401(k) and Profit Sharing Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Reliance Trust Company, the Trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2012 and 2011, and for the year ended December 31, 2012, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

The supplemental schedules of delinquent participant contributions and schedule of assets (held at end of year) as of December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified or provided 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

JPMS Cox, PLLC

September 24, 2013

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments	$ 27,035,518	$ 23,814,307
Receivables:		
Participant contributions	53,973	-
Notes receivable from participants	559,998	852,549
Total receivables	613,971	852,549
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	27,649,489	24,666,856
Adjustment from fair value to contract value for interest in collective trust relating to fully benefit responsive investment contracts	(39,870)	2,181
NET ASSETS AVAILABLE FOR BENEFITS	$ 27,609,619	$ 24,669,037

See Notes to Financial Statements.

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS:	
Investment income:	
Net appreciation in fair value of investments	$ 2,705,970
Dividends	661,850
Total investment income	3,367,820
Interest income on notes receivable from participants	37,360
Contributions:	
Participant	1,043,424
Rollover	60,920
Total contributions	1,104,344
TOTAL ADDITIONS	4,509,524
DEDUCTIONS:	
Benefits paid to participants	1,553,041
Administrative expenses	15,901
TOTAL DEDUCTIONS	1,568,942
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	2,940,582
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	24,669,037
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$ 27,609,619

See Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS AS OF DECEMBER 31, 2012

1. DESCRIPTION OF THE PLAN

The following brief description of the VCC 401(k) and Profit Sharing Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for more complete information.

General – The Plan is a defined contribution employee benefit plan providing retirement benefits to eligible employees of the following employers (collectively, the Employer): VCC, VCC LLC, Professional Management Enterprises, Construction Management Systems LLC, Construction Management Services Inc., Demo Specialties Inc., CMS, VCC Construction Corp., and Construction Management Services International LLC. Effective January 1, 2012, PC Hardware, LLC became a participating employer.

All employees are eligible to participate in deferrals on the first day of the month following 30 days of employment provided they have attained age 20. All employees are eligible to receive a profit sharing contribution after one year of service and provided they have attained the age of 20. A Plan participant, who receives compensation, will qualify to receive an allocation of employer profit sharing contributions if they are employed on the last day of the plan year, provided they have completed 1,000 hours of service. The Employer shall allocate a profit sharing contribution for each participant who separated from employment during the Plan year if the participant terminated as a result of retirement, disability, or death. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions – Participants may make 401(k) contributions as a percentage of their pretax annual compensation, as defined by the Plan. Employees hired after January 1, 2008, are automatically enrolled in the Plan at 3% of eligible compensation after they satisfy eligibility requirements provided they have not elected out of participating. The initial automatic deferral amount will increase by 1% of eligible compensation each year up to a maximum of 30% of compensation. Compensation is defined as all taxable wages plus voluntary salary reductions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Employer may contribute a discretionary profit sharing amount to the Plan each year. There were no discretionary profit sharing contributions authorized during 2012 other than forfeiture allocations. The annual contribution is limited to the maximum amount allowable under the Internal Revenue Code (the Code) and regulations.

Participant Accounts – Each participant's account is credited with the participant's contribution, and allocations of (a) the Employer discretionary profit sharing contribution, and (b) Plan earnings, and charged with benefits paid to participants and an allocation of administrative expenses. Allocations of Plan earnings and administrative expenses are based on each participant's account balance in relation to the account balance of all participants as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants direct the investment of their contributions into various investment options offered by the Plan.

Vesting – Participants are immediately vested in their own contributions plus actual earnings thereon. Vesting in the portion of their profit sharing account attributable to the Employer's contributions is based on each participant's years of service. Participants become 20% vested in Employer contributions and related net investment income after completing two years of service and vest an additional 20% for each year of service thereafter, becoming 100% vested after completing six years of service. A participant will also become fully vested in their profit sharing balance upon death, disability, or retirement at age 65 or older.

Payment of Benefits – Upon termination of service, a participant may receive payment of his or her vested account balance in a lump-sum. In-service withdrawals are available from a participant's vested account provided they have reached age 59 ½ or as a hardship distribution. Upon proof to the satisfaction of the Plan administrator of an immediate and heavy financial need, amounts contributed by the participant may be withdrawn for a hardship purpose.

Forfeited Accounts – The portion of a participant's account to which they are not entitled to upon termination of participation is deemed a forfeiture. Forfeitures may be used to pay administrative expenses. Any remaining forfeitures will be used to reduce Employer contributions. During the years ended December 31, 2012 and 2011, forfeitures of approximately $99,500 and $140,000, respectively, were allocated to participant accounts as a discretionary profit sharing contribution.

Notes Receivable from Participants – Participants may borrow from their own accounts at a minimum of $1,000 up to a maximum of the lessor of $50,000 or 50% of their vested account balance. Note receivable terms range from one to five years, unless for the purchase of a primary residence. The notes receivable are secured by 50% of the vested balance in the participant's account and monthly automatic payroll deductions. The notes receivable bear interest at a fixed rate equal to the preferred rate on the note receivable date. Participants may only have two notes receivable outstanding at any time.

Administrative Expenses – Administrative expenses are paid by the Plan unless paid by the Employer. Participants' accounts are charged quarterly for the Plan's administrative fees with additional administrative expenses such as trustee fees paid by the Employer.

Plan Termination – Although the Employer has not expressed any intent to do so, they have the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Investment Valuation and Income Recognition – Investments are carried at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for further discussion of fair value measurement. Purchases and sales of securities are recorded based on the date of trade. Dividends are recorded on the ex-dividend date.

Notes Receivable from Participants – Notes receivable from participants is measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are treated as distributions based upon the terms of the plan documents. Interest is recorded as earned.

Payment of Benefits – Benefits are recorded when paid.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Recent Accounting Pronouncements – In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards (IFRSs).* ASU 2011-04 amended Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures* to converge the fair value measurement guidance in GAAP and IFRSs. Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. These amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. The effects of the provisions of ASU 2011-04 are disclosed in Note 4.

Accounting for Uncertainty in Income Taxes – Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that is more likely than not would be sustained upon examination. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no

audits for any tax periods in progress. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2009.

Subsequent Events – Plan management has evaluated subsequent events through September 24, 2013, the date the financial statements were issued. See Note 8 for a discussion of subsequent events noted.

3. INFORMATION CERTIFIED AND PROVIDED BY THE TRUSTEE

Reliance Trust Company (the Trustee) holds the Plan's assets and executes all transactions. Hartford Retirement Services serves as the third party administrator (the TPA). All investment information disclosed in the accompanying financial statements, notes, and schedules, including investments held at December 31, 2012 and 2011, and net appreciation in fair value of investments, interest income on notes receivable from participants, and dividend income for the year ended December 31, 2012, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the Trustee.

Single investments representing more than 5% of the Plan's net assets, at fair value, as of December 31, 2012 and 2011, are as follows:

	2012	2011
American Funds Europacific Growth Fund	$2,880,861	$2,555,744
MFS Bond Fund	1,647,420	1,531,193
SEI Trust Company Fixed Fund	1,761,272	1,389,293
MFS Research International Fund	2,982,697	2,672,188
MFS Value Fund	4,803,744	4,303,534
Franklin Growth Fund	4,571,615	4,070,083
MFS Total Return Fund	*	1,286,836

* Investment did not represent more than 5% of the Plan's net assets available for benefits for the respective plan year.

During 2012, the Plan's investments in shares of registered investment companies (including investments purchased, sold, as well as held during the year) appreciated in value by $2,705,970.

4. FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under ASC 820 are described below.

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

Level 2 — Inputs to the valuation methodology include:

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

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

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

An asset's or liability's fair value measurement level with 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 assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Shares of registered investment companies: Valued based on published market prices which represent the net asset value (NAV) of shares held by the Plan at year-end.

Common/collective trust fund: Valued at the NAV based on information reported by the common/collective trust's investment advisor using the audited financial statements of the common/collective trust at year-end.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012:

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 960,408	$ -	$ -	$ 960,408
Mid value fund	1,261,491	-	-	1,261,491
Large value funds	6,115,186	-	-	6,115,186
Small growth fund	953,517	-	-	953,517
Mid growth fund	1,115,540	-	-	1,115,540
Large growth funds	7,452,476	-	-	7,452,476
Large blend funds	4,961,555	-	-	4,961,555
Intermediate-term bond fund	1,647,420	-	-	1,647,420
World bond fund	806,653	-	-	806,653
Common/collective trust fund:				
Stable value fund (a)	-	1,761,272	-	1,761,272
Total	$ 25,274,246	$ 1,761,272	$ -	$ 27,035,518

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

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 836,546	$ -	$ -	$ 836,546
Mid value fund	1,162,863	-	-	1,162,863
Large value funds	5,590,370	-	-	5,590,370
Small growth fund	818,742	-	-	818,742
Mid growth fund	1,021,476	-	-	1,021,476
Large growth funds	6,625,827	-	-	6,625,827
Large blend funds	4,101,537	-	-	4,101,537
Intermediate-term bond fund	1,531,193	-	-	1,531,193
World bond fund	736,460	-	-	736,460
Common/collective trust fund:				
Stable value fund (a)	-	1,389,293	-	1,389,293
Total	$ 22,425,014	$ 1,389,293	$ -	$ 23,814,307

(a) Investments in this category may be redeemed immediately at the current NAV per share based on the fair value of the underlying assets. There were no unfunded commitments. Redemptions require a twelve month notice period.

This fund seeks maximum total return through both current income and price appreciation, consistent with the preservation of capital and prudent risk taking. It primarily invests in a variety of investment contracts such as guaranteed investment contracts issued by insurance companies and other financial institutions and other investment products with similar characteristics.

To assess the appropriate classification of investments within the fair value of hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investments from one fair value level to another. In such instance the transfer is reported at the beginning of the reporting period. The significance of transfers between levels is evaluated based upon the nature of the investment and the size of the transfer relative to total net assets available for benefits.

5. PARTIES-IN-INTEREST

Hartford Financial Services, the parent company of the TPA, serves as the marketing agent for the SEI Trust Company Fixed Fund and owner of MFS Retirement Plans division, which hold the MFS Funds. Transactions in these funds are considered to be conducted with a party-in-interest. The Plan also holds notes receivable from participants. As a result, these assets and all transactions relating to these assets were with parties-in-interest. These transactions are exempt from being prohibited transactions by ERISA.

6. TAX STATUS

The underlying non-standardized prototype plan has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2008, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. In accordance with Revenue Procedure 2012-6, the Employer has determined that it is eligible to, and has chosen to, rely on the current IRS prototype plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator has indicated that the Plan will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

7. RISKS AND UNCERTAINTIES

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

8. SUBSEQUENT EVENT

Effective January 1, 2013, The Hartford's Retirement Plans Group was acquired by Massachusetts Mutual Life Insurance Company (MassMutual). MassMutual Retirement Services, LLC (MMRS) (formerly known as Hartford Retirement Services, LLC) became a MassMutual affiliated company effective January 1, 2013. MassMutual has no affiliation, and MMRS and The Hartford's Retirement Plans Group business no longer have any affiliation, with The Hartford Financial Services Group or any of its subsidiaries.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011, to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 27,609,619	$ 24,669,037
Less: Employer contributions receivable	(53,973)	-
Add: Adjustments for defaulted loans	136,794	-
Net assets available for benefits per the Form 5500	$ 27,692,440	$ 24,669,037

The following is a reconciliation of total investment income per the financial statements for the year ended December 31, 2012, to Form 5500:

Total investment income per the financial statements	$ 3,367,820
Add: interest income on notes receivable from participants	37,360
Total investment income per the Form 5500	$ 3,405,180

The following is a reconciliation of total contributions per the financial statements for the year ended December 31, 2012, to Form 5500:

Total contributions per the financial statements	$ 1,104,344
Less: Employer contributions receivable at December 31, 2012	(53,973)
Total contributions per the Form 5500	$ 1,050,371

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2012, to Form 5500:

Benefits paid to participants per the financial statements	$ 1,553,041
Less: Adjustments for defaulted loans	(136,794)
Benefits paid to participants per Form 5500	$ 1,416,247

SUPPLEMENTAL SCHEDULE

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4a –
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
AS OF DECEMBER 31, 2012

Employer Identification Number: 71-0644259
Plan Number: 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$22,500	$ -	$ -	$22,500	$ -

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4i –
SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2012

EIN: 71-0644259

Plan Number: 001

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Allianz Funds	Small-Cap Value Fund	$ 960,408
	American Funds	Europacific Growth Fund	2,880,861
	American Funds	2010 Target Retirement Fund	60,789
	American Funds	2015 Target Retirement Fund	11,748
	American Funds	2020 Target Retirement Fund	376,415
	American Funds	2025 Target Retirement Fund	349,426
	American Funds	2030 Target Retirement Fund	348,102
	American Funds	2035 Target Retirement Fund	437,939
	American Funds	2040 Target Retirement Fund	10,244
	American Funds	2045 Target Retirement Fund	293,343
	American Funds	2050 Target Retirement Fund	90,852
	Invesco Funds	Small-Cap Growth Fund	953,517
	Franklin Templeton Investment Funds	Growth Fund	4,571,615
	Franklin Templeton Investment Funds	Templeton Global Bond Fund	806,653
*	MFS Funds	Bond Fund	1,647,420
*	SEI Trust Company	Fixed Fund	1,761,272
*	MFS Funds	Research International Fund	2,982,697
*	MFS Funds	Total Return Fund	1,311,442
*	MFS Funds	Value Fund	4,803,744
	Munder Funds	Mid-Cap Core Growth Fund	1,115,540
	Janus Funds	Perkins Mid Cap Value Fund	1,261,491
*	Participants	Notes receivable with interest rates ranging from 4.25% to 9.25% and maturity dates through April 2037	559,998
			$ 27,595,516

Column (d) is not applicable for participant-directed investments.

* Represents a party-in-interest to the Plan.

See Accompanying Independent Auditors' Report.



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VCC 401(K) AND PROFIT SHARING PLAN

Financial Statements as of December 31, 2012 and 2011, and for the Year Ended December 31, 2012, Supplemental Schedules as of December 31, 2012, and Independent Auditors' Report

VCC 401(K) AND PROFIT SHARING PLAN

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INDEPENDENT AUDITORS' REPORT

To the Participants and 401(K) and Profit Sharing Committee of VCC 401(k) and Profit Sharing Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of VCC 401(k) and Profit Sharing Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Reliance Trust Company, the Trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications from the Trustee as of December 31, 2012 and 2011, and for the year ended December 31, 2012, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

The supplemental schedules of delinquent participant contributions and schedule of assets (held at end of year) as of December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified or provided 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

JPMS Cox, PLLC

September 24, 2013

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments	$ 27,035,518	$ 23,814,307
Receivables:		
Participant contributions	53,973	-
Notes receivable from participants	559,998	852,549
Total receivables	613,971	852,549
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	27,649,489	24,666,856
Adjustment from fair value to contract value for interest in collective trust relating to fully benefit responsive investment contracts	(39,870)	2,181
NET ASSETS AVAILABLE FOR BENEFITS	$ 27,609,619	$ 24,669,037

See Notes to Financial Statements.

VCC 401(K) AND PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS:	
Investment income:	
Net appreciation in fair value of investments	$ 2,705,970
Dividends	661,850
Total investment income	3,367,820
Interest income on notes receivable from participants	37,360
Contributions:	
Participant	1,043,424
Rollover	60,920
Total contributions	1,104,344
TOTAL ADDITIONS	4,509,524
DEDUCTIONS:	
Benefits paid to participants	1,553,041
Administrative expenses	15,901
TOTAL DEDUCTIONS	1,568,942
NET INCREASE IN NET ASSETS AVAILABLE FOR BENEFITS	2,940,582
NET ASSETS AVAILABLE FOR BENEFITS AT BEGINNING OF YEAR	24,669,037
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$ 27,609,619

See Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS AS OF DECEMBER 31, 2012

1. DESCRIPTION OF THE PLAN

The following brief description of the VCC 401(k) and Profit Sharing Plan (the Plan) is provided for general information purposes only. Participants should refer to the plan document for more complete information.

General – The Plan is a defined contribution employee benefit plan providing retirement benefits to eligible employees of the following employers (collectively, the Employer): VCC, VCC LLC, Professional Management Enterprises, Construction Management Systems LLC, Construction Management Services Inc., Demo Specialties Inc., CMS, VCC Construction Corp., and Construction Management Services International LLC. Effective January 1, 2012, PC Hardware, LLC became a participating employer.

All employees are eligible to participate in deferrals on the first day of the month following 30 days of employment provided they have attained age 20. All employees are eligible to receive a profit sharing contribution after one year of service and provided they have attained the age of 20. A Plan participant, who receives compensation, will qualify to receive an allocation of employer profit sharing contributions if they are employed on the last day of the plan year, provided they have completed 1,000 hours of service. The Employer shall allocate a profit sharing contribution for each participant who separated from employment during the Plan year if the participant terminated as a result of retirement, disability, or death. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions – Participants may make 401(k) contributions as a percentage of their pretax annual compensation, as defined by the Plan. Employees hired after January 1, 2008, are automatically enrolled in the Plan at 3% of eligible compensation after they satisfy eligibility requirements provided they have not elected out of participating. The initial automatic deferral amount will increase by 1% of eligible compensation each year up to a maximum of 30% of compensation. Compensation is defined as all taxable wages plus voluntary salary reductions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Employer may contribute a discretionary profit sharing amount to the Plan each year. There were no discretionary profit sharing contributions authorized during 2012 other than forfeiture allocations. The annual contribution is limited to the maximum amount allowable under the Internal Revenue Code (the Code) and regulations.

Participant Accounts – Each participant's account is credited with the participant's contribution, and allocations of (a) the Employer discretionary profit sharing contribution, and (b) Plan earnings, and charged with benefits paid to participants and an allocation of administrative expenses. Allocations of Plan earnings and administrative expenses are based on each participant's account balance in relation to the account balance of all participants as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants direct the investment of their contributions into various investment options offered by the Plan.

Vesting – Participants are immediately vested in their own contributions plus actual earnings thereon. Vesting in the portion of their profit sharing account attributable to the Employer's contributions is based on each participant's years of service. Participants become 20% vested in Employer contributions and related net investment income after completing two years of service and vest an additional 20% for each year of service thereafter, becoming 100% vested after completing six years of service. A participant will also become fully vested in their profit sharing balance upon death, disability, or retirement at age 65 or older.

Payment of Benefits – Upon termination of service, a participant may receive payment of his or her vested account balance in a lump-sum. In-service withdrawals are available from a participant's vested account provided they have reached age 59 ½ or as a hardship distribution. Upon proof to the satisfaction of the Plan administrator of an immediate and heavy financial need, amounts contributed by the participant may be withdrawn for a hardship purpose.

Forfeited Accounts – The portion of a participant's account to which they are not entitled to upon termination of participation is deemed a forfeiture. Forfeitures may be used to pay administrative expenses. Any remaining forfeitures will be used to reduce Employer contributions. During the years ended December 31, 2012 and 2011, forfeitures of approximately $99,500 and $140,000, respectively, were allocated to participant accounts as a discretionary profit sharing contribution.

Notes Receivable from Participants – Participants may borrow from their own accounts at a minimum of $1,000 up to a maximum of the lessor of $50,000 or 50% of their vested account balance. Note receivable terms range from one to five years, unless for the purchase of a primary residence. The notes receivable are secured by 50% of the vested balance in the participant's account and monthly automatic payroll deductions. The notes receivable bear interest at a fixed rate equal to the preferred rate on the note receivable date. Participants may only have two notes receivable outstanding at any time.

Administrative Expenses – Administrative expenses are paid by the Plan unless paid by the Employer. Participants' accounts are charged quarterly for the Plan's administrative fees with additional administrative expenses such as trustee fees paid by the Employer.

Plan Termination – Although the Employer has not expressed any intent to do so, they have the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Investment Valuation and Income Recognition – Investments are carried at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for further discussion of fair value measurement. Purchases and sales of securities are recorded based on the date of trade. Dividends are recorded on the ex-dividend date.

Notes Receivable from Participants – Notes receivable from participants is measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable are treated as distributions based upon the terms of the plan documents. Interest is recorded as earned.

Payment of Benefits – Benefits are recorded when paid.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Recent Accounting Pronouncements – In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards (IFRSs).* ASU 2011-04 amended Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures* to converge the fair value measurement guidance in GAAP and IFRSs. Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. These amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. The effects of the provisions of ASU 2011-04 are disclosed in Note 4.

Accounting for Uncertainty in Income Taxes – Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that is more likely than not would be sustained upon examination. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no

audits for any tax periods in progress. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2009.

Subsequent Events – Plan management has evaluated subsequent events through September 24, 2013, the date the financial statements were issued. See Note 8 for a discussion of subsequent events noted.

3. INFORMATION CERTIFIED AND PROVIDED BY THE TRUSTEE

Reliance Trust Company (the Trustee) holds the Plan's assets and executes all transactions. Hartford Retirement Services serves as the third party administrator (the TPA). All investment information disclosed in the accompanying financial statements, notes, and schedules, including investments held at December 31, 2012 and 2011, and net appreciation in fair value of investments, interest income on notes receivable from participants, and dividend income for the year ended December 31, 2012, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the Trustee.

Single investments representing more than 5% of the Plan's net assets, at fair value, as of December 31, 2012 and 2011, are as follows:

	2012	2011
American Funds Europacific Growth Fund	$2,880,861	$2,555,744
MFS Bond Fund	1,647,420	1,531,193
SEI Trust Company Fixed Fund	1,761,272	1,389,293
MFS Research International Fund	2,982,697	2,672,188
MFS Value Fund	4,803,744	4,303,534
Franklin Growth Fund	4,571,615	4,070,083
MFS Total Return Fund	*	1,286,836

* Investment did not represent more than 5% of the Plan's net assets available for benefits for the respective plan year.

During 2012, the Plan's investments in shares of registered investment companies (including investments purchased, sold, as well as held during the year) appreciated in value by $2,705,970.

4. FAIR VALUE OF FINANCIAL INSTRUMENTS

FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under ASC 820 are described below.

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

Level 2 — Inputs to the valuation methodology include:

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

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

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

An asset's or liability's fair value measurement level with 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 assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Shares of registered investment companies: Valued based on published market prices which represent the net asset value (NAV) of shares held by the Plan at year-end.

Common/collective trust fund: Valued at the NAV based on information reported by the common/collective trust's investment advisor using the audited financial statements of the common/collective trust at year-end.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012:

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 960,408	$ -	$ -	$ 960,408
Mid value fund	1,261,491	-	-	1,261,491
Large value funds	6,115,186	-	-	6,115,186
Small growth fund	953,517	-	-	953,517
Mid growth fund	1,115,540	-	-	1,115,540
Large growth funds	7,452,476	-	-	7,452,476
Large blend funds	4,961,555	-	-	4,961,555
Intermediate-term bond fund	1,647,420	-	-	1,647,420
World bond fund	806,653	-	-	806,653
Common/collective trust fund:				
Stable value fund (a)	-	1,761,272	-	1,761,272
Total	$ 25,274,246	$ 1,761,272	$ -	$ 27,035,518

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

	Level 1	Level 2	Level 3	Total
Shares of registered investment companies:				
Small value fund	$ 836,546	$ -	$ -	$ 836,546
Mid value fund	1,162,863	-	-	1,162,863
Large value funds	5,590,370	-	-	5,590,370
Small growth fund	818,742	-	-	818,742
Mid growth fund	1,021,476	-	-	1,021,476
Large growth funds	6,625,827	-	-	6,625,827
Large blend funds	4,101,537	-	-	4,101,537
Intermediate-term bond fund	1,531,193	-	-	1,531,193
World bond fund	736,460	-	-	736,460
Common/collective trust fund:				
Stable value fund (a)	-	1,389,293	-	1,389,293
Total	$ 22,425,014	$ 1,389,293	$ -	$ 23,814,307

(a) Investments in this category may be redeemed immediately at the current NAV per share based on the fair value of the underlying assets. There were no unfunded commitments. Redemptions require a twelve month notice period.

This fund seeks maximum total return through both current income and price appreciation, consistent with the preservation of capital and prudent risk taking. It primarily invests in a variety of investment contracts such as guaranteed investment contracts issued by insurance companies and other financial institutions and other investment products with similar characteristics.

To assess the appropriate classification of investments within the fair value of hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investments from one fair value level to another. In such instance the transfer is reported at the beginning of the reporting period. The significance of transfers between levels is evaluated based upon the nature of the investment and the size of the transfer relative to total net assets available for benefits.

5. PARTIES-IN-INTEREST

Hartford Financial Services, the parent company of the TPA, serves as the marketing agent for the SEI Trust Company Fixed Fund and owner of MFS Retirement Plans division, which hold the MFS Funds. Transactions in these funds are considered to be conducted with a party-in-interest. The Plan also holds notes receivable from participants. As a result, these assets and all transactions relating to these assets were with parties-in-interest. These transactions are exempt from being prohibited transactions by ERISA.

6. TAX STATUS

The underlying non-standardized prototype plan has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2008, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. In accordance with Revenue Procedure 2012-6, the Employer has determined that it is eligible to, and has chosen to, rely on the current IRS prototype plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator has indicated that the Plan will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

7. RISKS AND UNCERTAINTIES

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

8. SUBSEQUENT EVENT

Effective January 1, 2013, The Hartford's Retirement Plans Group was acquired by Massachusetts Mutual Life Insurance Company (MassMutual). MassMutual Retirement Services, LLC (MMRS) (formerly known as Hartford Retirement Services, LLC) became a MassMutual affiliated company effective January 1, 2013. MassMutual has no affiliation, and MMRS and The Hartford's Retirement Plans Group business no longer have any affiliation, with The Hartford Financial Services Group or any of its subsidiaries.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011, to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 27,609,619	$ 24,669,037
Less: Employer contributions receivable	(53,973)	-
Add: Adjustments for defaulted loans	136,794	-
Net assets available for benefits per the Form 5500	$ 27,692,440	$ 24,669,037

The following is a reconciliation of total investment income per the financial statements for the year ended December 31, 2012, to Form 5500:

Total investment income per the financial statements	$ 3,367,820
Add: interest income on notes receivable from participants	37,360
Total investment income per the Form 5500	$ 3,405,180

The following is a reconciliation of total contributions per the financial statements for the year ended December 31, 2012, to Form 5500:

Total contributions per the financial statements	$ 1,104,344
Less: Employer contributions receivable at December 31, 2012	(53,973)
Total contributions per the Form 5500	$ 1,050,371

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2012, to Form 5500:

Benefits paid to participants per the financial statements	$ 1,553,041
Less: Adjustments for defaulted loans	(136,794)
Benefits paid to participants per Form 5500	$ 1,416,247

SUPPLEMENTAL SCHEDULE

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4a –
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
AS OF DECEMBER 31, 2012

Employer Identification Number: 71-0644259
Plan Number: 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$22,500	$ -	$ -	$22,500	$ -

VCC 401(K) AND PROFIT SHARING PLAN

SCHEDULE H, LINE 4i –
SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2012

EIN: 71-0644259

Plan Number: 001

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Allianz Funds	Small-Cap Value Fund	$ 960,408
	American Funds	Europacific Growth Fund	2,880,861
	American Funds	2010 Target Retirement Fund	60,789
	American Funds	2015 Target Retirement Fund	11,748
	American Funds	2020 Target Retirement Fund	376,415
	American Funds	2025 Target Retirement Fund	349,426
	American Funds	2030 Target Retirement Fund	348,102
	American Funds	2035 Target Retirement Fund	437,939
	American Funds	2040 Target Retirement Fund	10,244
	American Funds	2045 Target Retirement Fund	293,343
	American Funds	2050 Target Retirement Fund	90,852
	Invesco Funds	Small-Cap Growth Fund	953,517
	Franklin Templeton Investment Funds	Growth Fund	4,571,615
	Franklin Templeton Investment Funds	Templeton Global Bond Fund	806,653
*	MFS Funds	Bond Fund	1,647,420
*	SEI Trust Company	Fixed Fund	1,761,272
*	MFS Funds	Research International Fund	2,982,697
*	MFS Funds	Total Return Fund	1,311,442
*	MFS Funds	Value Fund	4,803,744
	Munder Funds	Mid-Cap Core Growth Fund	1,115,540
	Janus Funds	Perkins Mid Cap Value Fund	1,261,491
*	Participants	Notes receivable with interest rates ranging from 4.25% to 9.25% and maturity dates through April 2037	559,998
			$ 27,595,516

Column (d) is not applicable for participant-directed investments.

* Represents a party-in-interest to the Plan.

See Accompanying Independent Auditors' Report.



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