

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>WILBERT, INC. 401(K) RETIREMENT SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>005</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1991</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>005</u>	1c Effective date of plan <u>01/01/1991</u>	
1b Three-digit plan number (PN) ▶	<u>005</u>				
1c Effective date of plan <u>01/01/1991</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>WILBERT, INC.</u> <u>2001 OAKS PARKWAY</u> <u>BELMONT, NC 28012</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>36-1178800</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>704-247-3879</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>326100</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>36-1178800</u>	2c Sponsor's telephone number <u>704-247-3879</u>	2d Business code (see instructions) <u>326100</u>	
2b Employer Identification Number (EIN) <u>36-1178800</u>					
2c Sponsor's telephone number <u>704-247-3879</u>					
2d Business code (see instructions) <u>326100</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	10/07/2013 Date	ERIKA ROSS Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	10/07/2013 Date	ERIKA ROSS 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 WILBERT, INC. 2001 OAKS PARKWAY BELMONT, NC 28012		3b Administrator's EIN 36-1178800
		3c Administrator's telephone number 704-247-3879
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		5 987
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	1358
b Retired or separated participants receiving benefits.....	6b	1
c Other retired or separated participants entitled to future benefits.....	6c	98
d Subtotal. Add lines 6a , 6b , and 6c	6d	1457
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	5
f Total. Add lines 6d and 6e	6f	1462
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	476
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	1
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

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

A Name of plan WILBERT, INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 005
C Plan sponsor's name as shown on line 2a of Form 5500 WILBERT, INC.	D Employer Identification Number (EIN) 36-1178800

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FID.INV.INST.OPS.CO.

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
64 65 37 60	RECORDKEEPER	18226	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>NB MDCP GRTH TRUST - STATE STREET B P.O. BOX 8480 BOSTON, MA 02266</p> <p>04-0025081</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>ROYCE OPPORTUNITY S - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.45%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>WFA SPL MIDCP VL INV - BOSTON FINAN 330 W. 9TH STREET KANSAS CITY, MO 66160</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.55%</p>		

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2012</div> This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan WILBERT, INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	005
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 WILBERT, INC.	D Employer Identification Number (EIN) 36-1178800	

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

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

c EIN-PN 04-3022712-024	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1558929
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a Name of MTIA, CCT, PSA, or 103-12 IE: WF STABLE VALUE

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN 94-6751924-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 439050
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 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 WILBERT, INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	005
C Plan sponsor's name as shown on line 2a of Form 5500 WILBERT, INC.	D Employer Identification Number (EIN) 36-1178800	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a Total noninterest-bearing cash	1a			
b Receivables (less allowance for doubtful accounts):				
(1) Employer contributions	1b(1)			
(2) Participant contributions	1b(2)			
(3) Other.....	1b(3)			
c General investments:				
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1111374		943407
(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)	378977		665242
(9) Value of interest in common/collective trusts.....	1c(9)	1801302		1997979
(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)	13116698		16958540
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)			
(15) Other	1c(15)			

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	16408351	20565168

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	16408351	20565168
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	614528	
(B) Participants	2a(1)(B)	1033783	
(C) Others (including rollovers)	2a(1)(C)	89806	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1738117
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	92	
(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)	39915	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		40007
(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)	388822	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		388822
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		26243
(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)		2122728
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		4315917

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2629381	
(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)		2629381
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		9922
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	18954	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		18954
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		2658257

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1657660
l Transfers of assets:			
(1) To this plan.....	2l(1)		2499157
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: VANCE FLOUHOUSE & GARGES, PLLC

(2) EIN: 26-0005391

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		3000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

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

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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

A Name of plan <u>WILBERT, INC. 401(K) RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>005</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>WILBERT, INC.</u>	D Employer Identification Number (EIN) <u>36-1178800</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

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

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

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

Schedule R (Form 5500) 2012
v. 120126

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):

Financial Statements with Supplemental Schedule
and Independent Auditors' Report

Wilbert, Inc. 401(k) Retirement Savings Plan

As of December 31, 2012 and 2011

Wilbert, Inc. 401(k) Retirement Savings Plan

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VANCE FLOUHOUSE & GARGES, PLLC
Certified Public Accountants and Consultants

Independent Auditors' Report

Plan Administrator
Wilbert, Inc. 401(k) Retirement Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wilbert, Inc. 401(k) Retirement Savings Plan (the "Plan"), which comprise the statement 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification 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.

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 - Supplemental Schedule

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

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

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

Handwritten signature in cursive script that reads "Vance F. Houlihan of Derges PLLC".

Charlotte, North Carolina
September 19, 2013

Statements of Net Assets Available for Benefits

December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
Assets		
Investments at fair value	<u>\$ 19,899,926</u>	<u>\$ 16,029,374</u>
Receivables:		
Notes receivable from participants	665,242	378,977
Employer	5,685	1,400
Participant	9,070	5,713
Receivable from ECP 401(k) Plan	<u>-</u>	<u>2,895,222</u>
Total receivables	<u>679,997</u>	<u>3,281,312</u>
Net assets available for benefits at fair value	20,579,923	19,310,686
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(44,612)</u>	<u>(44,427)</u>
Net assets available for benefits	<u><u>\$ 20,535,311</u></u>	<u><u>\$ 19,266,259</u></u>

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

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2012

Additions

Additions to net assets attributed to:

Investment income:

Net appreciation in fair value of investments	\$ 1,732,490
Interest and dividends	<u>409,019</u>

Total investment income	<u>2,141,509</u>
-------------------------	------------------

Interest income on notes receivable from participants	<u>39,915</u>
---	---------------

Contributions:

Participants	1,037,140
Employer	618,813
Rollovers	<u>89,806</u>

Total contributions	<u>1,745,759</u>
---------------------	------------------

Total additions	<u>3,927,183</u>
-----------------	------------------

Deductions

Deductions from net assets attributed to:

Benefits paid to participants	2,639,178
Administrative expenses	<u>18,953</u>

Total deductions	<u>2,658,131</u>
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Net increase	1,269,052
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Net assets available for benefits:

Beginning of year	<u>19,266,259</u>
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End of year	<u><u>\$ 20,535,311</u></u>
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The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

December 31, 2012 and 2011

1. Description of the Plan

The following description of the Wilbert, Inc. 401(k) Retirement Savings Plan ("Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan with a 401(k) provision, covering full-time eligible employees of Wilbert, Inc. (the "Company"). Employees must have completed three months of service and not be covered by a collective bargaining agreement in order to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Merger

On December 31, 2011, the ECP 401(k) Plan merged into the Plan. The receivable from the ECP 401(k) Plan represents the net assets available for benefits being transferred to the Plan.

Contributions

Participants of the Plan may elect to make before-tax contributions of up to 60 percent of annual compensation, subject to a statutory maximum amount. The Company makes a safe harbor matching contribution to the Plan equal to 100 percent of the first 3 percent of the participant's compensation contributed and 50 percent of the next 2 percent of the participant's compensation contributed. Participant contributions in excess of 5 percent of compensation are not matched by the Employer. The Employer may also make a discretionary contribution to the Plan. No discretionary contributions were made in 2012.

Participants may direct the contributions into various mutual funds and common trust funds, which are provided as investment options. Participants may change their investment allocations at any time by contacting the Trustee directly.

Vesting

Participants are immediately vested in their contributions, Company safe harbor contributions and discretionary contributions plus actual earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's matching contribution, and investment earnings and charged with withdrawals, investment losses and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account. Allocation of administrative expenses of the Plan is based upon participants' account balances.

Notes Receivable from Participants

Notes receivable from participants are pre-approved by the Plan Administrator and are allowed for any purpose. Participants may apply for one loan per plan year, but may only have one loan outstanding at any given time. Loans are collateralized by a participant's vested account balance and may be granted for a minimum amount of \$1,000 up to the lesser of 50 percent of a participant's vested account balance or \$50,000. Interest on loans is determined by the Plan Administrator based upon prevailing interest rates. Interest rates ranged from 4.00% to 7.50% during 2012. Loans are generally repayable in equal installments over a period not to exceed five years, unless the loan is for the purchase of a principal residence in which case the repayment period may not exceed ten years.

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant may elect one of several alternative forms of payment depending on marital status at the time distribution commences. For termination of services due to other reasons or financial hardship withdrawals, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Qualified matching Company contributions may only be distributed because of death, disability, separation from service, age 59-1/2, or termination of the Plan without establishment of a successor plan.

Forfeited Accounts

Forfeitures of participant nonvested account balances are used to reduce Company's contributions to the Plan. The balance in the forfeiture account at December 31, 2012 and 2011 was \$37,887 and \$22,167, respectively.

Plan Termination

Although the Company has not expressed any intention to do so, it has the right under the Plan to discontinue its contributions at any time and to amend or terminate the Plan, subject to the provisions of ERISA. In the event the Plan is terminated, all participants would become 100% vested in their accounts and not subject to forfeiture.

2. Summary of Significant Accounting PoliciesBasis of Accounting

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

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 and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosures or contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an investment in an orderly transaction between market participants at the measurement date.

As described in Financial Accounting Standards Board's (FASB) Accounting Standards Codification 946, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare Pension Plans* (the FSP), investment contracts held by defined-contribution plans are to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As required by the FSP, the statements of net assets available for benefits present the fair value of the investment in the Fidelity Managed Income Portfolio, a common collective fund, as well as the adjustment of the investment in the Fidelity Managed Income Portfolio from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract-value basis. The fair value of fully benefit-responsive investment contracts is calculated using the discounted cash flow model which considers recent fee bids as determined by recognized dealers, discount rate and the duration of the underlying portfolio securities.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The net appreciation (depreciation) in the fair value of its investments consists of the realized gains (losses) and the unrealized appreciation (depreciation) on investments.

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as a distribution based upon the terms of the plan.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

The Plan's administrative expenses can be paid by the Plan or the Company, as provided by the Plan document. The Plan sponsor elected to pay certain administrative expenses for the year ended December 31, 2012.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit and market 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 statement of net assets available for benefits.

Subsequent Events

The Plan has evaluated subsequent events through September 19, 2013, the date the financial statements were available to be issued.

3. Investments

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

	<u>2012</u>	<u>2011</u>
Fidelity Blue Chip Growth Fund	\$ 2,749,173	\$ 2,191,062
Fidelity Government Income Fund	2,091,595	1,529,310
Fidelity Equity Income Fund	1,521,957	1,016,220
Fidelity Managed Income Portfolio	1,558,929	1,756,875
Fidelity Diversified International Fund	1,476,647	1,073,557
Fidelity Puritan Fund	1,471,755	1,167,376
Spartan U.S. Equity Index Fund	1,302,001	1,083,190
Fidelity Fund	1,244,195	1,136,061
Neuberger Berman Mid Cap Growth Fund	1,208,710	*
Fidelity Retirement Money Market	*	1,111,374
Fidelity Growth Strategies	*	1,108,371

* Less than 5% of net assets available for benefits.

The Plan's net appreciation (depreciation) in fair value of investments for the year ended December 31, 2012 was attributed to the following:

Mutual funds	\$ 1,706,432
Common trust funds	<u>26,058</u>
	<u><u>\$ 1,732,490</u></u>

4. Fair Value Measurements

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

Level 1: Quoted market prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs and information other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability. Unobservable inputs should be used to measure the fair value to the extent that observable inputs are not available.

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

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

Common trust funds: Valued at the net asset value of shares / units held by the Plan at year end based upon quoted prices in public markets for the underlying investments. These investments can be redeemed immediately without notice.

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

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although management 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 and 2011:

Assets at Fair Value as of December 31, 2012				
	Fair Value	Level 1	Level 2	Level 3
Mutual funds	\$ 17,901,947	\$ 17,901,947	\$ -	\$ -
Common trust funds	1,997,979	-	1,997,979	-
	<u>\$ 19,899,926</u>	<u>\$ 17,901,947</u>	<u>\$ 1,997,979</u>	<u>\$ -</u>
Assets at Fair Value as of December 31, 2011				
	Fair Value	Level 1	Level 2	Level 3
Mutual funds	\$ 14,228,072	\$ 14,228,072	\$ -	\$ -
Common trust funds	1,801,302	-	1,801,302	-
	<u>\$ 16,029,374</u>	<u>\$ 14,228,072</u>	<u>\$ 1,801,302</u>	<u>\$ -</u>

The following tables set forth additional disclosures of Plan's investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2012 and 2011:

Investment	2012			
	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Stable Value Fund (Fidelity Managed Income Portfolio) (a)	<u>\$ 1,558,929</u>	<u>\$ -</u>	Daily	None
Total	<u><u>\$ 1,558,929</u></u>	<u><u>\$ -</u></u>		

Investment	2011			
	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Stable Value Fund (Fidelity Managed Income Portfolio) (a)	<u>\$ 1,756,875</u>	<u>\$ -</u>	Daily	None
Total	<u><u>\$ 1,756,875</u></u>	<u><u>\$ -</u></u>		

(a) The fund's investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the fund invests in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements) and enters into "wrapper" contracts issued by third-parties and invests in cash equivalents represented by shares in a money market fund. The fund seeks to minimize the exposure of the fund to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The fund's ability to receive amounts due pursuant to these contracts is dependent upon the issuers' ability to meet their financial obligations. Investments in this category can be redeemed daily at the current net asset value per share based on fair value of underlying assets. The fair value of the investment in this category has been estimated using the net asset value per share of the underlying investments.

5. Information Certified by Trustee

The following is a summary of the Plan's financial information and data included in the Plan's financial statements and supplemental schedule which was certified by Transamerica Life Insurance Company, the custodian, as of December 31, 2012 and 2011 and for the year ended December 31, 2012, as complete and accurate, in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

- Investments at fair value
- Notes receivable from participants
- Investment income
- Interest income on notes receivable from participants

6. Investment Contract with Trustee

The Plan has a fully benefit responsive contract with Fidelity Management Trust Company (Fidelity). The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the financial statements at contract value as reported by Fidelity. Contract value is the amount participants would receive if they were to initiate transactions under the terms of the plan. Participant-initiated withdrawals from the fund will be covered at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at December 31, 2012 and 2011 was \$1,558,929 and \$1,756,875, respectively. The crediting interest rate was based on a formula agreed upon with the issuer.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Participants should refer to the investment contract for a list of such events. The Plan Administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable. The investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

The average yield based on actual earnings and average yield credited to participants for the years ended December 31, 2012 and 2011 was approximately 1.05 percent and 1.39 percent, respectively.

7. Related Party Transactions

The Plan's investments are mutual funds and a common trust fund managed by Fidelity. Fidelity is the trustee of the Plan and, therefore, these transactions are party-in-interest transactions.

8. Tax Status

The prototype plan agreement, adopted by the Plan, has received a favorable determination letter from the Internal Revenue Service dated October 9, 2003 indicating that the Plan and related trust, as then designed, were in compliance with the applicable requirements of the Internal Revenue Code. The Plan has not received a determination letter specific to the Plan itself; however, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

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 (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

9. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the accompanying financial statements to Form 5500 as of December 31:

	<u>2012</u>	<u>2011</u>
Net assets available for benefits per financial statements	\$ 20,535,311	\$ 19,266,259
Amounts not reflected on Form 5500:		
Adjustment from fair value to contract value for fully benefit responsive contracts	44,612	44,427
Receivable from ECP 401(k) Plan	-	(2,895,222)
Contributions receivable	(14,755)	(7,113)
Net assets available for benefits per Form 5500	<u>\$ 20,565,168</u>	<u>\$ 16,408,351</u>

The following is a reconciliation of net increase in net assets available for benefits per the accompanying financial statements to net income per the Form 5500 for the year ended December 31, 2012:

Net increase in net assets per financial statements	\$ 1,269,052
Amounts reflected on Form 5500 and not in statements:	
Adjustment from fair value to contract value for fully benefit responsive contracts:	
End of year	44,612
Beginning of year	(44,427)
Receivable from ECP 401(k) Plan	2,895,222
Contributions receivable, end of year	(14,755)
Contributions receivable, beginning of year	<u>7,113</u>
Net income per Form 5500	<u>\$ 4,156,817</u>

Supplemental Schedule

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

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
		<u>Mutual Funds</u>		
*	Fidelity	Fidelity Blue Chip Growth Fund	**	\$ 2,749,173
*	Fidelity	Fidelity Government Income Fund	**	2,091,595
*	Fidelity	Fidelity Equity Income Fund	**	1,521,957
*	Fidelity	Fidelity Diversified International Fund	**	1,476,647
*	Fidelity	Fidelity Puritan Fund	**	1,471,755
*	Fidelity	Spartan U.S. Equity Index Fund	**	1,302,001
*	Fidelity	Fidelity Fund	**	1,244,195
	Neuberger Berman	Neuberger Berman Mid Cap Growth Fund	**	1,208,710
*	Fidelity	Fidelity Retirement Money Market	**	943,407
*	Fidelity	Fidelity Large Cap Stock Fund	**	837,454
*	Fidelity	Fidelity Freedom 2030	**	628,852
*	Fidelity	Fidelity Freedom 2025	**	496,548
	Wells Fargo	Wells Fargo Advantage Mid Cap Fund	**	427,627
	Royce	Royce Opportunity Fund	**	376,221
*	Fidelity	Fidelity Freedom 2020	**	255,789
*	Fidelity	Fidelity Freedom 2035	**	232,720
*	Fidelity	Fidelity Freedom 2000	**	215,987
*	Fidelity	Fidelity Freedom 2040	**	179,990
*	Fidelity	Fidelity Freedom 2015	**	140,417
*	Fidelity	Fidelity Freedom 2045	**	47,312
*	Fidelity	Fidelity Freedom 2050	**	24,499
*	Fidelity	Fidelity Freedom Income	**	16,113
*	Fidelity	Fidelity Freedom 2010	**	8,982
*	Fidelity	Fidelity Freedom 2055	**	1,904
*	Fidelity	Fidelity Freedom 2005	**	1,825
*	Fidelity	Spartan Global EX US Index Fund	**	182
*	Fidelity	Spartan U.S. Bond Index Fund	**	85
		<u>Common Trust Funds</u>		
*	Fidelity	Fidelity Managed Income Portfolio	**	1,558,929
	Wells Fargo	Wells Fargo Stable Value Fund	**	439,050
	Participant Loans	Loans to participants, varying maturity dates and interest rates ranging from		
*		4.00% to 8.50%	-	665,242
*	Party-in-interest			
**	Cost value is not required to be disclosed for participant-directed investments			

Financial Statements with Supplemental Schedule
and Independent Auditors' Report

Wilbert, Inc. 401(k) Retirement Savings Plan

As of December 31, 2012 and 2011

Wilbert, Inc. 401(k) Retirement Savings Plan

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VANCE FLOUHOUSE & GARGES, PLLC
Certified Public Accountants and Consultants

Independent Auditors' Report

Plan Administrator
Wilbert, Inc. 401(k) Retirement Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wilbert, Inc. 401(k) Retirement Savings Plan (the "Plan"), which comprise the statement 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification 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.

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 - Supplemental Schedule

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

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

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



Charlotte, North Carolina
September 19, 2013

Statements of Net Assets Available for Benefits

December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
Assets		
Investments at fair value	<u>\$ 19,899,926</u>	<u>\$ 16,029,374</u>
Receivables:		
Notes receivable from participants	665,242	378,977
Employer	5,685	1,400
Participant	9,070	5,713
Receivable from ECP 401(k) Plan	<u>-</u>	<u>2,895,222</u>
Total receivables	<u>679,997</u>	<u>3,281,312</u>
Net assets available for benefits at fair value	20,579,923	19,310,686
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(44,612)</u>	<u>(44,427)</u>
Net assets available for benefits	<u><u>\$ 20,535,311</u></u>	<u><u>\$ 19,266,259</u></u>

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

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2012

Additions

Additions to net assets attributed to:

Investment income:

Net appreciation in fair value of investments	\$ 1,732,490
Interest and dividends	<u>409,019</u>

Total investment income	<u>2,141,509</u>
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Interest income on notes receivable from participants	<u>39,915</u>
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Contributions:

Participants	1,037,140
Employer	618,813
Rollovers	<u>89,806</u>

Total contributions	<u>1,745,759</u>
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Total additions	<u>3,927,183</u>
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Deductions

Deductions from net assets attributed to:

Benefits paid to participants	2,639,178
Administrative expenses	<u>18,953</u>

Total deductions	<u>2,658,131</u>
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Net increase	1,269,052
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Net assets available for benefits:

Beginning of year	<u>19,266,259</u>
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End of year	<u><u>\$ 20,535,311</u></u>
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The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

December 31, 2012 and 2011

1. Description of the Plan

The following description of the Wilbert, Inc. 401(k) Retirement Savings Plan ("Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan with a 401(k) provision, covering full-time eligible employees of Wilbert, Inc. (the "Company"). Employees must have completed three months of service and not be covered by a collective bargaining agreement in order to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Merger

On December 31, 2011, the ECP 401(k) Plan merged into the Plan. The receivable from the ECP 401(k) Plan represents the net assets available for benefits being transferred to the Plan.

Contributions

Participants of the Plan may elect to make before-tax contributions of up to 60 percent of annual compensation, subject to a statutory maximum amount. The Company makes a safe harbor matching contribution to the Plan equal to 100 percent of the first 3 percent of the participant's compensation contributed and 50 percent of the next 2 percent of the participant's compensation contributed. Participant contributions in excess of 5 percent of compensation are not matched by the Employer. The Employer may also make a discretionary contribution to the Plan. No discretionary contributions were made in 2012.

Participants may direct the contributions into various mutual funds and common trust funds, which are provided as investment options. Participants may change their investment allocations at any time by contacting the Trustee directly.

Vesting

Participants are immediately vested in their contributions, Company safe harbor contributions and discretionary contributions plus actual earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's matching contribution, and investment earnings and charged with withdrawals, investment losses and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account. Allocation of administrative expenses of the Plan is based upon participants' account balances.

Notes Receivable from Participants

Notes receivable from participants are pre-approved by the Plan Administrator and are allowed for any purpose. Participants may apply for one loan per plan year, but may only have one loan outstanding at any given time. Loans are collateralized by a participant's vested account balance and may be granted for a minimum amount of \$1,000 up to the lesser of 50 percent of a participant's vested account balance or \$50,000. Interest on loans is determined by the Plan Administrator based upon prevailing interest rates. Interest rates ranged from 4.00% to 7.50% during 2012. Loans are generally repayable in equal installments over a period not to exceed five years, unless the loan is for the purchase of a principal residence in which case the repayment period may not exceed ten years.

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant may elect one of several alternative forms of payment depending on marital status at the time distribution commences. For termination of services due to other reasons or financial hardship withdrawals, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Qualified matching Company contributions may only be distributed because of death, disability, separation from service, age 59-1/2, or termination of the Plan without establishment of a successor plan.

Forfeited Accounts

Forfeitures of participant nonvested account balances are used to reduce Company's contributions to the Plan. The balance in the forfeiture account at December 31, 2012 and 2011 was \$37,887 and \$22,167, respectively.

Plan Termination

Although the Company has not expressed any intention to do so, it has the right under the Plan to discontinue its contributions at any time and to amend or terminate the Plan, subject to the provisions of ERISA. In the event the Plan is terminated, all participants would become 100% vested in their accounts and not subject to forfeiture.

2. Summary of Significant Accounting PoliciesBasis of Accounting

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

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 and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosures or contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an investment in an orderly transaction between market participants at the measurement date.

As described in Financial Accounting Standards Board's (FASB) Accounting Standards Codification 946, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare Pension Plans* (the FSP), investment contracts held by defined-contribution plans are to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As required by the FSP, the statements of net assets available for benefits present the fair value of the investment in the Fidelity Managed Income Portfolio, a common collective fund, as well as the adjustment of the investment in the Fidelity Managed Income Portfolio from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract-value basis. The fair value of fully benefit-responsive investment contracts is calculated using the discounted cash flow model which considers recent fee bids as determined by recognized dealers, discount rate and the duration of the underlying portfolio securities.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The net appreciation (depreciation) in the fair value of its investments consists of the realized gains (losses) and the unrealized appreciation (depreciation) on investments.

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes receivable from participants are recorded as a distribution based upon the terms of the plan.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

The Plan's administrative expenses can be paid by the Plan or the Company, as provided by the Plan document. The Plan sponsor elected to pay certain administrative expenses for the year ended December 31, 2012.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit and market 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 statement of net assets available for benefits.

Subsequent Events

The Plan has evaluated subsequent events through September 19, 2013, the date the financial statements were available to be issued.

3. Investments

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

	<u>2012</u>	<u>2011</u>
Fidelity Blue Chip Growth Fund	\$ 2,749,173	\$ 2,191,062
Fidelity Government Income Fund	2,091,595	1,529,310
Fidelity Equity Income Fund	1,521,957	1,016,220
Fidelity Managed Income Portfolio	1,558,929	1,756,875
Fidelity Diversified International Fund	1,476,647	1,073,557
Fidelity Puritan Fund	1,471,755	1,167,376
Spartan U.S. Equity Index Fund	1,302,001	1,083,190
Fidelity Fund	1,244,195	1,136,061
Neuberger Berman Mid Cap Growth Fund	1,208,710	*
Fidelity Retirement Money Market	*	1,111,374
Fidelity Growth Strategies	*	1,108,371

* Less than 5% of net assets available for benefits.

The Plan's net appreciation (depreciation) in fair value of investments for the year ended December 31, 2012 was attributed to the following:

Mutual funds	\$ 1,706,432
Common trust funds	<u>26,058</u>
	<u><u>\$ 1,732,490</u></u>

4. Fair Value Measurements

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

Level 1: Quoted market prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs and information other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability. Unobservable inputs should be used to measure the fair value to the extent that observable inputs are not available.

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

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

Common trust funds: Valued at the net asset value of shares / units held by the Plan at year end based upon quoted prices in public markets for the underlying investments. These investments can be redeemed immediately without notice.

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

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although management 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 and 2011:

Assets at Fair Value as of December 31, 2012				
	Fair Value	Level 1	Level 2	Level 3
Mutual funds	\$ 17,901,947	\$ 17,901,947	\$ -	\$ -
Common trust funds	1,997,979	-	1,997,979	-
	<u>\$ 19,899,926</u>	<u>\$ 17,901,947</u>	<u>\$ 1,997,979</u>	<u>\$ -</u>
Assets at Fair Value as of December 31, 2011				
	Fair Value	Level 1	Level 2	Level 3
Mutual funds	\$ 14,228,072	\$ 14,228,072	\$ -	\$ -
Common trust funds	1,801,302	-	1,801,302	-
	<u>\$ 16,029,374</u>	<u>\$ 14,228,072</u>	<u>\$ 1,801,302</u>	<u>\$ -</u>

The following tables set forth additional disclosures of Plan's investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2012 and 2011:

Investment	2012			
	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Stable Value Fund (Fidelity Managed Income Portfolio) (a)	<u>\$ 1,558,929</u>	<u>\$ -</u>	Daily	None
Total	<u><u>\$ 1,558,929</u></u>	<u><u>\$ -</u></u>		

Investment	2011			
	Fair Value	Unfunded Commitment	Redemption Frequency	Redemption Notice Period
Stable Value Fund (Fidelity Managed Income Portfolio) (a)	<u>\$ 1,756,875</u>	<u>\$ -</u>	Daily	None
Total	<u><u>\$ 1,756,875</u></u>	<u><u>\$ -</u></u>		

(a) The fund's investment objective is to seek the preservation of capital and to provide a competitive level of income over time that is consistent with the preservation of capital. To achieve its investment objective, the fund invests in assets (typically fixed-income securities or bond funds and may include derivative instruments such as futures contracts and swap agreements) and enters into "wrapper" contracts issued by third-parties and invests in cash equivalents represented by shares in a money market fund. The fund seeks to minimize the exposure of the fund to wrap credit risk through, among other means, diversification of the wrap contracts across an approved group of issuers. The fund's ability to receive amounts due pursuant to these contracts is dependent upon the issuers' ability to meet their financial obligations. Investments in this category can be redeemed daily at the current net asset value per share based on fair value of underlying assets. The fair value of the investment in this category has been estimated using the net asset value per share of the underlying investments.

5. Information Certified by Trustee

The following is a summary of the Plan's financial information and data included in the Plan's financial statements and supplemental schedule which was certified by Transamerica Life Insurance Company, the custodian, as of December 31, 2012 and 2011 and for the year ended December 31, 2012, as complete and accurate, in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

- Investments at fair value
- Notes receivable from participants
- Investment income
- Interest income on notes receivable from participants

6. Investment Contract with Trustee

The Plan has a fully benefit responsive contract with Fidelity Management Trust Company (Fidelity). The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the financial statements at contract value as reported by Fidelity. Contract value is the amount participants would receive if they were to initiate transactions under the terms of the plan. Participant-initiated withdrawals from the fund will be covered at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at December 31, 2012 and 2011 was \$1,558,929 and \$1,756,875, respectively. The crediting interest rate was based on a formula agreed upon with the issuer.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Participants should refer to the investment contract for a list of such events. The Plan Administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable. The investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

The average yield based on actual earnings and average yield credited to participants for the years ended December 31, 2012 and 2011 was approximately 1.05 percent and 1.39 percent, respectively.

7. Related Party Transactions

The Plan's investments are mutual funds and a common trust fund managed by Fidelity. Fidelity is the trustee of the Plan and, therefore, these transactions are party-in-interest transactions.

8. Tax Status

The prototype plan agreement, adopted by the Plan, has received a favorable determination letter from the Internal Revenue Service dated October 9, 2003 indicating that the Plan and related trust, as then designed, were in compliance with the applicable requirements of the Internal Revenue Code. The Plan has not received a determination letter specific to the Plan itself; however, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

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 (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

9. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the accompanying financial statements to Form 5500 as of December 31:

	<u>2012</u>	<u>2011</u>
Net assets available for benefits per financial statements	\$ 20,535,311	\$ 19,266,259
Amounts not reflected on Form 5500:		
Adjustment from fair value to contract value for fully benefit responsive contracts	44,612	44,427
Receivable from ECP 401(k) Plan	-	(2,895,222)
Contributions receivable	(14,755)	(7,113)
Net assets available for benefits per Form 5500	<u>\$ 20,565,168</u>	<u>\$ 16,408,351</u>

The following is a reconciliation of net increase in net assets available for benefits per the accompanying financial statements to net income per the Form 5500 for the year ended December 31, 2012:

Net increase in net assets per financial statements	\$ 1,269,052
Amounts reflected on Form 5500 and not in statements:	
Adjustment from fair value to contract value for fully benefit responsive contracts:	
End of year	44,612
Beginning of year	(44,427)
Receivable from ECP 401(k) Plan	2,895,222
Contributions receivable, end of year	(14,755)
Contributions receivable, beginning of year	<u>7,113</u>
Net income per Form 5500	<u>\$ 4,156,817</u>

Supplemental Schedule

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

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
		<u>Mutual Funds</u>		
*	Fidelity	Fidelity Blue Chip Growth Fund	**	\$ 2,749,173
*	Fidelity	Fidelity Government Income Fund	**	2,091,595
*	Fidelity	Fidelity Equity Income Fund	**	1,521,957
*	Fidelity	Fidelity Diversified International Fund	**	1,476,647
*	Fidelity	Fidelity Puritan Fund	**	1,471,755
*	Fidelity	Spartan U.S. Equity Index Fund	**	1,302,001
*	Fidelity	Fidelity Fund	**	1,244,195
	Neuberger Berman	Neuberger Berman Mid Cap Growth Fund	**	1,208,710
*	Fidelity	Fidelity Retirement Money Market	**	943,407
*	Fidelity	Fidelity Large Cap Stock Fund	**	837,454
*	Fidelity	Fidelity Freedom 2030	**	628,852
*	Fidelity	Fidelity Freedom 2025	**	496,548
	Wells Fargo	Wells Fargo Advantage Mid Cap Fund	**	427,627
	Royce	Royce Opportunity Fund	**	376,221
*	Fidelity	Fidelity Freedom 2020	**	255,789
*	Fidelity	Fidelity Freedom 2035	**	232,720
*	Fidelity	Fidelity Freedom 2000	**	215,987
*	Fidelity	Fidelity Freedom 2040	**	179,990
*	Fidelity	Fidelity Freedom 2015	**	140,417
*	Fidelity	Fidelity Freedom 2045	**	47,312
*	Fidelity	Fidelity Freedom 2050	**	24,499
*	Fidelity	Fidelity Freedom Income	**	16,113
*	Fidelity	Fidelity Freedom 2010	**	8,982
*	Fidelity	Fidelity Freedom 2055	**	1,904
*	Fidelity	Fidelity Freedom 2005	**	1,825
*	Fidelity	Spartan Global EX US Index Fund	**	182
*	Fidelity	Spartan U.S. Bond Index Fund	**	85
		<u>Common Trust Funds</u>		
*	Fidelity	Fidelity Managed Income Portfolio	**	1,558,929
	Wells Fargo	Wells Fargo Stable Value Fund	**	439,050
	Participant Loans	Loans to participants, varying maturity dates and interest rates ranging from		
*		4.00% to 8.50%	-	665,242
*	Party-in-interest			
**	Cost value is not required to be disclosed for participant-directed investments			