

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

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY</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>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1987</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>01/01/1987</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>DRESSER-RAND COMPANY</u> <u>EMPLOYEE BENEFITS COMMITTEE</u> <u>C/O BENEFITS MANAGER</u> <u>500 PAUL CLARK DRIVE</u> <u>OLEAN, NY 14760</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>20-1897619</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>716-375-4307</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>333610</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>20-1897619</u>	2c Sponsor's telephone number <u>716-375-4307</u>	2d Business code (see instructions) <u>333610</u>	
2b Employer Identification Number (EIN) <u>20-1897619</u>					
2c Sponsor's telephone number <u>716-375-4307</u>					
2d Business code (see instructions) <u>333610</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	09/30/2013 Date	GUSTAVO NECHAR Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	09/30/2013 Date	GUSTAVO NECHAR Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 7139
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 1724	
b Retired or separated participants receiving benefits.....	6b 3139	
c Other retired or separated participants entitled to future benefits.....	6c 1429	
d Subtotal. Add lines 6a , 6b , and 6c	6d 6292	
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 763	
f Total. Add lines 6d and 6e	6f 7055	
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h 16	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1B 1F 1G 3F 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 SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

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

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

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>DRESSER-RAND COMPANY</u>	D Employer Identification Number (EIN) <u>20-1897619</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>
2	Assets:
a	Market value 2a <u>203325907</u>
b	Actuarial value 2b <u>206083828</u>
3	Funding target/participant count breakdown:
a	For retired participants and beneficiaries receiving payment 3a <u>3728</u> <u>127124287</u>
b	For terminated vested participants 3b <u>1606</u> <u>27289252</u>
c	For active participants:
(1)	Non-vested benefits 3c(1) <u>3000943</u>
(2)	Vested benefits 3c(2) <u>62553067</u>
(3)	Total active 3c(3) <u>1805</u> <u>65554010</u>
d	Total 3d <u>7139</u> <u>219967549</u>
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐
a	Funding target disregarding prescribed at-risk assumptions 4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor 4b
5	Effective interest rate 5 <u>6.95 %</u>
6	Target normal cost 6 <u>2593635</u>

Statement by Enrolled Actuary

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

SIGN HERE	
Signature of actuary <u>JEANNIE A. MANDELL</u>	Date <u>11-06089</u>
Type or print name of actuary <u>TOWERS WATSON DELAWARE INC.</u>	Most recent enrollment number <u>617-638-3700</u>
Firm name <u>800 BOYLSTON ST. THE PRUDENTIAL TOW</u> <u>BOSTON, MA 02199-8103</u>	Telephone number (including area code)
Address of the firm	

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

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>1.96</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1011421
b Interest on (a) using prior year's effective interest rate of <u>6.20</u> % except as otherwise provided (see instructions)		62708
c Total available at beginning of current plan year to add to prefunding balance		1074129
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	93.68 %
15 Adjusted funding target attainment percentage	15	93.68 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	80.08 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/13/2012	3000000				
07/13/2012	3000000				
01/15/2013	650000				
09/13/2013	4900000				
			Totals ►	18(b)	11550000
				18(c)	

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	10815080
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
(4) 4th	0	

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

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	2593635	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	13883721	4785336	
b Waiver amortization installment		0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	7378971	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	7378971	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	10815080	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	3436109	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

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

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

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

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

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DRESSER-RAND COMPANY</u>	D Employer Identification Number (EIN) <u>20-1897619</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

PENSION BENEFIT GUARANTY CORP

52-1042410

(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?
23		702970	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

T. ROWE PRICE

52-0556948

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		286533	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

ARTIO GLOBAL MANAGEMENT LLC

26-1421409

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	225029	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)

TOWERS WATSON

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 17		214977	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

NEPC, LLC

26-1429809

(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?
17		174150	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

WELLINGTON TRUST COMPANY

04-2755549

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	172257	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)

NORTHERN TRUST COMPANY

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21		144410	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

CADENCE CAPITAL MANAGEMENT LLC

04-3244012

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	103336	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

THOMPSON, SIEGEL, & WALMSLEY

54-0854396

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	87672	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)

CAP INSTITUTIONAL SERVICES INC.

75-1565705

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33		12216	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

LIQUIDNET INC

13-4092641

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33		5900	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

A Name of plan <u>PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>DRESSER-RAND COMPANY</u>	D Employer Identification Number (EIN) <u>20-1897619</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WELLINGTON OPPORTUNISTIC TRUST CO</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY</u>		
c EIN-PN <u>04-2767481-076</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>22523158</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>NORTHERN TRUST GLOBAL INV STIF</u>		
b Name of sponsor of entity listed in (a): <u>NORTHERN TRUST COMPANY</u>		
c EIN-PN <u>45-6138589-084</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>2873144</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MFS INTERNATIONAL CONCENTRATED EQUI</u>		
b Name of sponsor of entity listed in (a): <u>MFS</u>		
c EIN-PN <u>57-1187281-009</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>32944954</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**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 PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 DRESSER-RAND COMPANY	D Employer Identification Number (EIN) 20-1897619	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	6919000	5550000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	593699	673578
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	75912872	75388537
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	39367577	58341256
(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)	81158126	85457947
(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	203951274	225411318

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	0	443436
i Acquisition indebtedness	1i		
j Other liabilities	1j	552351	618932
k Total liabilities (add all amounts in lines 1g through 1j)	1k	552351	1062368

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	203398923	224348950
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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)	11550000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		11550000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	8995	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8995
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	1566019	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3258367	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		4824386
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	51580550	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	46259123	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		5321427
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	4360154	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		4360154

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		6613370
(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)		4627589
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		37305921

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	13796372	
(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)		13796372
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	248873	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	1607679	
(4) Other	2i(4)	702970	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		2559522
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		16355894

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		20950027
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: DOPKINS & COMPANY, LLP

(2) EIN: 16-0929175

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		10000000
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>PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DRESSER-RAND COMPANY</u>	D Employer Identification Number (EIN) <u>20-1897619</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
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): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3 <u>1</u>

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

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

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

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: 70.0% Investment-Grade Debt: 30.0% High-Yield Debt: 0.0% Real Estate: 0.0% Other: 0.0%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☒ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

**PENSION PLAN FOR
EMPLOYEES OF
DRESSER-RAND COMPANY**

Financial Statements

December 31, 2012 and 2011

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INDEPENDENT AUDITOR'S REPORT

To the Employee Benefits Committee
Pension Plan for Employees of Dresser-Rand Company
Houston, Texas

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Pension Plan for Employees of Dresser-Rand Company (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the 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 (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by The Northern Trust Company (Northern Trust), the current trustee of the Plan, and by JP Morgan Chase Bank, N.A. (JP Morgan), the former trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustees hold/held the Plan's assets and execute/executed transactions. The Plan Administrator has obtained certifications from the trustees as to the completeness and accuracy of the information summarized in Note 3 that was provided to the Plan Administrator by Northern Trust as of and for the year ended December 31, 2012 and as of December 31, 2011 and for the period from October 1, 2011 to December 31, 2011, and JP Morgan for the period from January 1, 2011 to September 30, 2011.

Disclaimer of Opinion

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

Other Matter

The supplemental schedules (1) Schedule H, Line 4i - Schedule of assets (held at end of year) as of December 31, 2012 and (2) Schedule H, Line 4j - Schedule of reportable transactions for the year ended December 31, 2012, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustees, 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.

Dopkins & Company, LLP
CERTIFIED PUBLIC ACCOUNTANTS

September 26, 2013

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

	2012	2011
ASSETS		
Investments, at fair value:		
Common stocks	\$ 75,388,537	\$ 75,912,872
Mutual funds	85,457,947	81,158,126
Collective trust funds	58,341,256	39,367,577
Total investments	<u>219,187,740</u>	<u>196,438,575</u>
Receivables:		
Accrued investment income	329,135	348,762
Due from brokers for securities sold	344,443	244,937
Employer contribution	5,550,000	6,919,000
Total receivables	<u>6,223,578</u>	<u>7,512,699</u>
Total assets	<u>225,411,318</u>	<u>203,951,274</u>
LIABILITIES		
Due to brokers for securities purchased	618,932	552,351
Accrued expenses	443,436	-
	<u>1,062,368</u>	<u>552,351</u>
Net assets available for benefits	<u>\$ 224,348,950</u>	<u>\$ 203,398,923</u>

See accompanying notes to financial statements.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2012 and 2011

	2012	2011
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 20,643,045	\$ 337,436
Interest and dividends	5,112,876	4,594,457
Total investment income	<u>25,755,921</u>	<u>4,931,893</u>
Contributions:		
Employer contributions and other	<u>11,550,000</u>	<u>13,584,299</u>
Total additions	<u>37,305,921</u>	<u>18,516,192</u>
Deductions from net assets attributed to:		
Benefits paid to participants	13,796,372	14,014,549
Administrative expenses	1,856,552	1,344,086
Insurance premium - Pension Benefit Guaranty Corporation	<u>702,970</u>	<u>517,595</u>
Total deductions	<u>16,355,894</u>	<u>15,876,230</u>
Net increase in net assets available for benefits	20,950,027	2,639,962
Net assets available for benefits:		
Beginning of year	<u>203,398,923</u>	<u>200,758,961</u>
End of year	<u>\$ 224,348,950</u>	<u>\$ 203,398,923</u>

See accompanying notes to financial statements.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 1. Plan Description

The following brief description of the Pension Plan for Employees of Dresser-Rand Company (the Plan) established on January 1, 1987 and restated on January 1, 2010 provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General:

The Plan is a non-contributory defined benefit plan sponsored by Dresser-Rand Company (the Company) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participation:

The Plan consists of the documents listed below, each of which describes Plan benefits applicable to a particular group of eligible employees of the Company which together comprise the Plan, which is a single pension plan (each such document is hereinafter referred to as a Component Plan):

- | | |
|--------------|--|
| 1) PN 002-1: | Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Pattern Makers PM2381 of the International Association of Machinists and Aerospace Workers; |
| 2) PN 002-2: | Pension Plan for Employees of Dresser-Rand Company as it applies to United Steel, Paper and Forestry, Rubber Manufacturing, Energy, Allied Industrial and Service Workers International Union Local No. 4601, AFL-CIO, CLC at the Olean, NY Operations, a/k/a Olean Pension Plan; |
| 3) PN 002-3: | Pension Plan for Employees of Dresser-Rand Company as it applies to Employees of International Union of Communication Workers of America, AFL-CIO, LCL, IUE Division, IUE-CWA, in behalf of and in conjunction with Local 313 IUE-CWA, AFL-CIO at Painted Post, NY, a/k/a Painted Post Pension Plan; |
| 4) PN 002-4: | Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of IAM, Moore Lodge No. 1580, Turbine Motor & Generator Division, Wellsville, NY; |
| 5) PN 002-5: | Pension Plan for Union Employees of Dresser-Rand Company as it applies to Hourly Employees of Electric Machinery; |
| 6) PN 002-6: | Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Local 270, Teamsters of Machinery Repair Division, New Orleans, LA; |

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 1. Plan Description (Continued)

Participation (continued):

- 7) PN 002-7: Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of IAM District Lodge 76, Machinery Repair Division, Buffalo, NY;
- 8) PN 002-8: Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of IAM Local Lodge No. 284, Machinery Repair Division, San Leandro, CA;
- 9) PN 002-9: Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Worthington Compressor Division, Buffalo, NY, consisting of the following schedules:
- Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Worthington Compressor Division, Buffalo, NY, Association of Professional Technical Personnel
 - Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Worthington Compressor Division, Buffalo, NY, USWA, Local No. 2017
 - Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Worthington Compressor Division, OPEIU, Local No. 212
 - Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of Worthington Compressor Division, Buffalo, NY, Patternmakers' Association;
- 10) PN 002-10: Dresser-Rand Company Pension Plan for Salaried and Union-Free Hourly Employees;
- 11) PN 002-11: Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of the International Association of Machinists and Aerospace Workers Local 1010 at the Burlington, IA Operations, a/k/a the Burlington Pension Plan; and
- 12) PN 002-12: Pension Plan for Union Employees of Dresser-Rand Company as it applies to Employees of the International Brotherhood of Boilermakers, Iron Shipbuilders, Blacksmiths, Forgers and Helpers, Lodge No. 748, AFL-CIO.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 1. Plan Description (Continued)

Participation (continued):

Employees covered by Component Plan PN 002-3 are enrolled upon hire and employees covered by Component Plan PN 002-11 are enrolled upon achieving the date of their first employment anniversary. Enrollment is not permitted for all other Component Plans. Prior to June 15, 2011, employees covered by Component Plan PN 002-2 were eligible to participate and enrolled upon hire. Only Component Plans PN 002-2, PN 002-3 and PN 002-11 are actively accruing benefits.

As described in Note 12, the Plan was amended subsequent to December 31, 2012 to freeze new participation in the Plan for all new, rehired, or transferred employees of Component Plans PN 002-3 and PN 002-11.

Pension benefits:

Participants are eligible for monthly benefits upon retirement after reaching age 65 and/or completing five years of vesting service. The amount of the normal retirement benefit is determined by the provisions of that Component Plan that applies to a participant. Most Component Plans provide for a monthly benefit payment determined by the number of years of credited service times a specified rate for the year of retirement. Benefits are generally paid through a lifetime annuity. Other optional forms of benefit payments are also available.

The Plan permits early retirement with reduced benefits at or after age 55 or 60 and upon completion of nine, ten or fifteen or more years of service, as determined by the provisions of the differing individual Component Plans.

Benefits earned under the Plan are fully vested after five years of service.

Death and disability benefits:

If an active participant dies and has completed five years of service, a death benefit will be payable under a qualified joint and survivor annuity to the participant's spouse equal to the participant's retirement benefit earned as of the date of death. According to certain collective bargaining contracts, participants who become permanently disabled after completion of ten or more years of vesting service are eligible for disability retirement benefits equal to the participant's retirement benefit earned as of the date of disability.

Administrative expenses:

The Plan pays for investment advisory, trustee, actuarial fees and Pension Benefit Guaranty Corporation (PBGC) premiums. All other administrative costs are paid by the Company and are excluded from these financial statements. Certain investment related expenses are included in the net appreciation in fair value of investments.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 2. Significant Accounting Policies

Basis of accounting:

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

Investment valuation and income recognition:

The Plan's investments are reported at fair value. See Note 4 for a discussion of fair value measurements.

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

Payment of benefits:

Benefit payments are recorded when paid.

Use of estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein; disclosure of contingent asset and liabilities; and the actuarial present value of accumulated plan benefits at the date of the financial statements, and changes therein. Actual results could differ from these estimates.

Subsequent events:

Subsequent events have been evaluated through September 26, 2013, which is the date the financial statements were available to be issued.

Note 3. Certified Investments – Unaudited Information

JP Morgan Chase Bank, N.A. (JP Morgan), the former trustee of the Plan, held investment assets of the Plan and executed transactions from January 1, 2011 through September 30, 2011, and The Northern Trust Company (Northern Trust), the current trustee of the Plan, held investment assets and executed transactions from October 1, 2011 through December 31, 2012. The following investment information has been certified by either JP Morgan or Northern Trust. This information has not been audited by independent auditors.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 3. Certified Investments – Unaudited Information (Continued)

The fair value of investments that represent 5% or more of the net assets available for benefits at either December 31, 2012 or 2011 are separately identified (*) as follows:

	2012	2011
Investments:		
Common stocks	\$ 75,388,537	\$ 75,912,872
Mutual funds:		
GMO Global Balanced Asset Allocation Fund III *	22,096,680	14,805,931
PIMCO Long Duration Total Return Institutional *	31,402,424	66,352,195
Vanguard Fixed Income Long Term Corporate Bonds		
Admiral Shares*	31,958,843	-
Collective trust funds:		
Wellington Trust Company, NA CIF Opportunistic		
Investment Allocation Portfolio *	22,523,158	12,509,330
Artio International Equity Fund II *	-	23,637,556
MFS International Concentrated Equity Fund *	32,944,954	-
Northern Trust Global Investments		
Short Term Investment Fund	2,873,144	3,220,691
	<u>\$ 219,187,740</u>	<u>\$ 196,438,575</u>

During 2012 and 2011, the Plan's net investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by \$20,643,045 and \$337,436, respectively, as follows:

	2012	2011
Net appreciation (depreciation) in fair value of		
investments:		
Mutual funds	\$ 4,267,589	\$ 7,969,794
Common stocks	9,681,581	484,514
Collective trust funds	6,333,875	(8,116,872)
	<u>\$ 20,643,045</u>	<u>\$ 337,436</u>

During the years ended December 31, 2012 and 2011, the Plan's investments earned interest and dividend income of \$5,112,876 and \$4,594,457, respectively.

Note 4. Fair Value Measurements

The Fair Value Measurements and Disclosures Topic of the Financial Accounting Standards Board Accounting Standards Codification 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 places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1 measurements) and gives the lowest priority to unobservable inputs (Level 3 measurements).

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 4. Fair Value Measurements (Continued)

The three levels of inputs within the fair value hierarchy are defined as follows:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan has the ability to access as of the measurement date.
- Level 2 – Significant other observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.
- Level 3 – Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following are descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments:

Collective Trust Funds: The fair values of participation units in the collective trust funds are based upon the net asset values (NAV) of such funds, after adjustments to reflect all fund investments at fair value, as reported in the financial statements of the funds (Level 2 inputs). The funds provide for daily redemptions by the Plan at reported net asset value per share. There are no significant redemption restrictions or advance notification requirements in connection with these investments.

Mutual Funds and Common Stocks: The fair values of mutual funds and common stocks are determined by obtaining quoted market prices on nationally recognized securities exchanges (Level 1 inputs).

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

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 4. Fair Value Measurements (Continued)

Investments measured at fair value on a recurring basis at December 31, 2012 and 2011 are summarized below:

	2012			
	Level 1	Level 2	Level 3	Total
Common stocks:				
Energy	\$ 7,109,454	\$ -	\$ -	\$ 7,109,454
Materials	2,716,385	-	-	2,716,385
Consumer discretionary	10,910,969	-	-	10,910,969
Consumer staples	6,251,452	-	-	6,251,452
Finance	11,398,437	-	-	11,398,437
Healthcare	9,063,125	-	-	9,063,125
Industrial	8,106,043	-	-	8,106,043
Information technology	14,904,513	-	-	14,904,513
Telecommunication	1,631,006	-	-	1,631,006
Utilities	2,752,765	-	-	2,752,765
Other	544,388	-	-	544,388
	<u>75,388,537</u>	<u>-</u>	<u>-</u>	<u>75,388,537</u>
Mutual funds:				
Bond funds	63,361,267	-	-	63,361,267
Balanced fund	22,096,680	-	-	22,096,680
	<u>85,457,947</u>	<u>-</u>	<u>-</u>	<u>85,457,947</u>
Collective trust funds:				
International equity fund	-	32,944,954	-	32,944,954
Growth fund	-	22,523,158	-	22,523,158
Short term investment fund	-	2,873,144	-	2,873,144
	<u>-</u>	<u>58,341,256</u>	<u>-</u>	<u>58,341,256</u>
	<u>\$ 160,846,484</u>	<u>\$ 58,341,256</u>	<u>\$ -</u>	<u>\$ 219,187,740</u>

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 4. Fair Value Measurements (Continued)

	2011			
	Level 1	Level 2	Level 3	Total
Common stocks:				
Energy	\$ 8,807,905	\$ -	\$ -	\$ 8,807,905
Materials	2,538,537	-	-	2,538,537
Consumer discretionary	9,475,683	-	-	9,475,683
Consumer staples	6,689,568	-	-	6,689,568
Finance	10,172,989	-	-	10,172,989
Healthcare	9,705,504	-	-	9,705,504
Industrial	8,826,944	-	-	8,826,944
Information technology	14,663,924	-	-	14,663,924
Telecommunication	1,810,725	-	-	1,810,725
Utilities	2,959,515	-	-	2,959,515
Other	261,578	-	-	261,578
	<u>75,912,872</u>	<u>-</u>	<u>-</u>	<u>75,912,872</u>
Mutual funds:				
Bond fund	66,352,195	-	-	66,352,195
Balanced fund	14,805,931	-	-	14,805,931
	<u>81,158,126</u>	<u>-</u>	<u>-</u>	<u>81,158,126</u>
Collective trust funds:				
International fund	-	23,637,556	-	23,637,556
Growth fund	-	12,509,330	-	12,509,330
Short term investment fund	-	3,220,691	-	3,220,691
	<u>-</u>	<u>39,367,577</u>	<u>-</u>	<u>39,367,577</u>
	<u>\$ 157,070,998</u>	<u>\$ 39,367,577</u>	<u>\$ -</u>	<u>\$ 196,438,575</u>

Note 5. Fair Value of Investments in Entities that Use NAV

The following table summarizes investments of the Plan measured at fair value based on NAV per share as of December 31, 2012 and 2011, respectively:

December 31, 2012	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Period
Collective trust funds:				
– International equity fund	\$32,944,954	n/a	Daily	None
– Growth fund	22,523,158	n/a	Monthly	None
– Short term investment fund	2,873,144	n/a	Daily	None

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 5. Fair Value of Investments in Entities that Use NAV (Continued)

December 31, 2011	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Period
Collective trust funds:				
– International equity fund	\$23,637,556	n/a	Daily	None
– Growth fund	12,509,330	n/a	Daily	None
– Short term investment fund	3,220,691	n/a	Daily	None

Note 6. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to service participants have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants or their beneficiaries, (b) beneficiaries of participants who have died, and (c) present participants or their beneficiaries. Benefits for retired or terminated participants or their beneficiaries are based on the amount of compensation earned during years of credited service. The accumulated plan benefits for active participants are based on their compensation and years of service preceding the valuation date. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included to the extent they are deemed attributable to service rendered to the valuation date. Benefits to be provided via annuity contracts excluded from plan assets are also excluded from accumulated plan benefits.

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

Vested benefits:	
Participants and/or beneficiaries currently receiving benefits	\$ 120,946,852
Participants and/or beneficiaries with a deferred vested benefit	25,864,497
Active participants	59,423,219
Total vested	206,234,568
Nonvested benefits	2,973,480
Total actuarial present value of accumulated plan benefits	<u>\$ 209,208,048</u>

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 6. Actuarial Present Value of Accumulated Plan Benefits (Continued)

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

Actuarial present value of accumulated plan benefits at beginning of year	\$ 194,626,111
Increase (decrease) during the year attributed to:	
Benefits accumulated	1,519,871
Actuarial loss	1,287,320
Increase for interest due to the decrease in the discount period	14,185,162
Assumption changes	11,928,320
Plan amendment	(324,187)
Benefits paid	<u>(14,014,549)</u>
Actuarial present value of accumulated plan benefits at end of year	<u>\$ 209,208,048</u>

The change in assumptions reflected above is primarily attributed to updating of the mortality table.

The net decrease in the actuarial present value of accumulated plan benefits related to the plan amendment reflects the net impact of the plan amendment to increase the benefit multiplier for participants of PN 002-2 and the removal of the Olean disability pension benefit.

The actuarial present value of accumulated plan benefits is determined by Towers Watson Delaware, Inc. (the actuary) and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The following are the significant assumptions and methods utilized by the actuary in determining the valuation as of December 31, 2011:

Discount rate	7.5%
Mortality	The PPA Statutory Table – the basis for the table is the RP-2000 sex-distinct table which is projected to the valuation date and then projected forward 15 years for non-annuitants and 7 years for annuitants
Assumed retirement age	Graded from age 55 to 70 and based on years of service

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 6. Actuarial Present Value of Accumulated Plan Benefits (Continued)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2012. Had the valuations been performed as of December 31, 2011, there would be no material differences.

Note 7. Funding Policy

Contributions by the Company are calculated by the independent actuary each year and are at least equal to the minimum funding requirements of ERISA. In 2012 and 2011, the Plan met the minimum funding requirements under ERISA.

Note 8. Tax Status

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated September 16, 2011, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (the Code). Although the Plan has been amended since applying for the determination letter, the plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable provisions of the Code.

Accounting principles generally accepted in the United States of America requires 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 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.

Note 9. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to provisions set forth in ERISA. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its regulations, generally to provide the following benefits in the order indicated:

- a) Annuity benefits that former participants or their beneficiaries have been receiving for at least three years, or that participants eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
- b) Other vested benefits insured by the PBGC, a U.S. government agency, up to the applicable limitations.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 9. Plan Termination (Continued)

- c) All other vested benefits (that is, vested benefits not insured by the PBGC).
- d) All nonvested benefits.

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

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

Note 10. Party-In-Interest Transactions

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering services to the Plan, the employer, and certain others. Northern Trust is, and prior to October 1, 2011 JP Morgan was, the trustee of the Plan. Certain Plan investments are/were managed by Northern Trust or JP Morgan and, therefore, transactions with Northern Trust or JP Morgan qualify as party-in-interest transactions.

Note 11. Risks and Uncertainties

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

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

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY
NOTES TO FINANCIAL STATEMENTS

December 31, 2012 and 2011

Note 12. Subsequent Events

Effective March 1, 2013, the Plan was amended to freeze new participation in the Plan for all new, rehired, or transferred employees of PN 002-3.

Effective June 11, 2013, the Plan was amended to freeze new participation in the Plan for all new, rehired, or transferred employees of PN 002-11.

* * * * *

SUPPLEMENTAL SCHEDULES

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Potash Corporation of Saskatchewan, Inc.	Common Stock - 2,500 shares	\$ 111,172	\$ 101,725
	Tim Hortons Inc.	Common Stock - 500 shares	26,237	24,590
	Jazz Pharmaceuticals Plc	Common Stock - 1,940 shares	95,826	103,208
	Aercap Holdings N.V.	Common Stock - 4,400 shares	55,154	60,368
	Abbott Laboratories	Common Stock - 7,600 shares	424,120	497,800
	Abbvie, Inc.	Common Stock - 800 shares	27,153	27,328
	Abiomed, Inc.	Common Stock - 2,688 shares	58,833	36,180
	Accenture Plc	Common Stock - 3,300 shares	166,123	219,450
	ADT Corp.	Common Stock - 700 shares	47,352	32,543
	The AES Corporation	Common Stock - 23,700 shares	262,854	253,590
	Affymax, Inc.	Common Stock - 2,150 shares	50,151	40,850
	Agilent Technologies, Inc.	Common Stock - 2,300 shares	79,130	94,162
	Air Products & Chemicals, Inc.	Common Stock - 800 shares	68,329	67,216
	Akamai Technologies, Inc.	Common Stock - 1,500 shares	48,573	61,365
	Alexion Pharmaceuticals, Inc.	Common Stock - 1,400 shares	132,955	131,334
	Alkermes Plc	Common Stock - 6,490 shares	122,767	120,195
	Allegiant Travel Company	Common Stock - 1,080 shares	57,702	79,283
	Allergan, Inc.	Common Stock - 1,400 shares	69,980	128,422
	Alliant Energy Corporation	Common Stock - 5,700 shares	218,243	250,287
	Allstate Corporation	Common Stock - 7,400 shares	221,886	297,258
	Altria Group, Inc.	Common Stock - 6,000 shares	119,956	188,520
	Amazon.com, Inc.	Common Stock - 2,000 shares	125,242	502,280
	Amdocs Ltd.	Common Stock - 5,700 shares	165,205	193,743
	American Electric Power Company, Inc.	Common Stock - 2,900 shares	117,673	123,772
	Amerco Company	Common Stock - 308 shares	37,464	39,057
	American Express Company	Common Stock - 3,600 shares	157,693	206,928
	American Tower Corporation	Common Stock - 3,700 shares	229,265	285,899
	Ameriprise Financial, Inc.	Common Stock - 2,500 shares	141,478	156,575
	Amerisourcebergen Corporation	Common Stock - 1,500 shares	51,267	64,770
	Amgen, Inc.	Common Stock - 3,400 shares	225,262	293,488
	Amsurg Corporation	Common Stock - 5,050 shares	120,021	151,551
	Anadarko Petroleum Corp.	Common Stock - 2,600 shares	167,686	193,206
	Annie's Inc.	Common Stock - 2,640 shares	106,082	88,255
	Apache Corporation	Common Stock - 3,000 shares	271,960	235,500
	Apple, Inc.	Common Stock - 4,500 shares	829,609	2,398,635
	Applied Materials, Inc.	Common Stock - 10,100 shares	118,610	115,544
	Archer-Daniels-Midland Company	Common Stock - 4,400 shares	127,619	120,516
	Ascena Retail Group Inc.	Common Stock - 4,000 shares	76,902	73,960
	Aspen Insurance Holdings	Common Stock - 5,600 shares	154,925	179,648
	Aspen Technologies, Inc.	Common Stock - 4,630 shares	76,640	127,973
	AT&T, Inc.	Common Stock - 30,245 shares	912,915	1,019,559
	Atmel Corporation	Common Stock - 13,200 shares	120,375	86,460
	Autodesk, Inc.	Common Stock - 6,000 shares	180,511	212,100
	Automatic Data Processing, Inc.	Common Stock - 2,900 shares	126,436	165,329
	Autozone, Inc.	Common Stock - 400 shares	77,306	141,772
	Auxilium Pharmaceuticals, Inc.	Common Stock - 3,570 shares	72,661	66,152
	Avalonbay Communities, Inc.	Common Stock - 600 shares	84,183	81,354
	Avis Budget Group Inc.	Common Stock - 3,800 shares	52,882	75,316
	Avon Products, Inc.	Common Stock - 7,200 shares	195,117	103,392
	Baker Hughes, Inc.	Common Stock - 1,241 shares	70,153	50,682

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Ball Corp	Common Stock - 1,500 shares	\$ 62,895	\$ 67,125
	Bank of America Corporation	Common Stock - 57,972 shares	575,648	672,475
	Bankrate Inc.	Common Stock - 7,087 shares	134,270	88,233
	Barnes & Noble Inc.	Common Stock - 5,600 shares	84,766	84,504
	Baxter International, Inc.	Common Stock - 2,900 shares	150,959	193,314
	Beacon Roofing Supply, Inc.	Common Stock - 2,600 shares	50,199	86,528
	Berkshire Hathaway, Inc.	Common Stock - 3,100 shares	233,844	278,070
	Biogen Idec, Inc.	Common Stock - 1,400 shares	114,687	205,338
	Bioscrip Inc.	Common Stock - 9,440 shares	67,963	101,669
	Blue Nile, Inc.	Common Stock - 1,418 shares	52,839	54,593
	Boeing Company	Common Stock - 5,900 shares	389,432	444,624
	Broadcom Corporation	Common Stock - 3,100 shares	107,023	102,951
	Broadsoft, Inc.	Common Stock - 3,250 shares	110,135	118,073
	Boston Properties Inc.	Common Stock - 300 shares	33,926	31,743
	C. H. Robinson Worldwide, Inc.	Common Stock - 800 shares	40,320	50,576
	C. R. Bard, Inc.	Common Stock - 500 shares	37,262	48,870
	Cablevision Systems Corp.	Common Stock - 10,100 shares	143,814	150,894
	Caci International, Inc.	Common Stock - 2,600 shares	139,632	143,078
	Calpine Corporation	Common Stock - 4,700 shares	54,219	85,211
	Cameron International Corporation	Common Stock - 2,400 shares	115,064	135,504
	Capital One Financial Corporation	Common Stock - 5,300 shares	299,536	307,029
	Cardtronics, Inc.	Common Stock - 4,090 shares	101,571	97,097
	Carmax, Inc.	Common Stock - 7,900 shares	244,832	296,566
	Carnival Corporation	Common Stock - 5,800 shares	217,332	213,266
	Cash America Investments, Inc.	Common Stock - 4,100 shares	166,984	162,647
	Caterpillar, Inc.	Common Stock - 800 shares	72,043	71,664
	Celanese Corporation	Common Stock - 2,400 shares	99,323	106,872
	Celgene Corporation	Common Stock - 1,400 shares	70,152	110,208
	Centerpoint Energy, Inc.	Common Stock - 14,000 shares	239,787	269,500
	Chemed Corporation	Common Stock - 1,200 shares	72,999	82,308
	Chevron Corporation	Common Stock - 8,500 shares	649,751	919,190
	Chipotle Mexican Grill, Inc.	Common Stock - 400 shares	108,953	118,984
	Chubb Corporation	Common Stock - 2,600 shares	130,065	195,832
	Churchill Downs Incorporation	Common Stock - 3,900 shares	230,130	259,155
	Cimarex Energy Company	Common Stock - 700 shares	58,780	40,411
	Cintas Corporation	Common Stock - 900 shares	25,118	36,810
	Cisco Systems, Inc.	Common Stock - 18,400 shares	370,786	361,560
	Citigroup, Inc.	Common Stock - 7,100 shares	272,945	280,876
	Clearwater Paper Corporation	Common Stock - 700 shares	23,781	27,412
	CME Group, Inc.	Common Stock - 2,800 shares	157,583	141,988
	CMS Energy Corporation	Common Stock - 14,700 shares	291,877	358,386
	Coca Cola Company	Common Stock - 15,700 shares	362,037	569,125
	Coca Cola Enterprises, Inc.	Common Stock - 5,100 shares	131,674	161,823
	Cohen & Steers, Inc.	Common Stock - 3,320 shares	113,084	101,160
	Coinstar, Inc.	Common Stock - 2,900 shares	139,241	150,829
	Colgate-Palmolive Company	Common Stock - 1,700 shares	123,966	177,718
	Comcast Corporation	Common Stock - 9,100 shares	181,901	340,158
	Commvault Systems Inc.	Common Stock - 1,270 shares	66,374	88,532
	Conceptus Inc.	Common Stock - 5,630 shares	77,970	118,286
	ConocoPhillips	Common Stock - 2,000 shares	115,767	115,980

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Consol Energy, Inc.	Common Stock - 2,200 shares	\$ 84,480	\$ 70,620
	Cooper Tire & Rubber Co.	Common Stock - 8,250 shares	150,979	209,220
	Corporate Executive Board Company	Common Stock - 1,550 shares	59,161	73,563
	Costar Group, Inc.	Common Stock - 1,360 shares	98,659	121,543
	Covidien Plc	Common Stock - 2,400 shares	107,577	138,576
	Crown Castle International Corporation	Common Stock - 2,200 shares	87,395	158,752
	Crown Holdings, Inc.	Common Stock - 4,500 shares	145,133	165,645
	CSX Corporation	Common Stock - 5,300 shares	109,564	104,569
	Cubist Pharmaceuticals, Inc.	Common Stock - 2,700 shares	63,096	113,562
	Cummins, Inc.	Common Stock - 2,400 shares	224,735	260,040
	CVS Caremark Corporation	Common Stock - 4,369 shares	134,757	211,241
	Cyberonics, Inc.	Common Stock - 1,610 shares	60,623	84,573
	Dana Holdings Corporation	Common Stock - 6,700 shares	105,975	104,587
	Danaher Corporation	Common Stock - 7,600 shares	319,231	424,840
	Dealertrack Holdings, Inc.	Common Stock - 4,270 shares	100,446	122,634
	Deere & Company	Common Stock - 1,600 shares	124,823	138,272
	Dell, Inc.	Common Stock - 36,200 shares	545,619	366,706
	Delphi Automotive Plc	Common Stock - 2,900 shares	97,784	110,925
	Demand Media, Inc.	Common Stock - 8,818 shares	80,565	81,919
	Dentsply International, Inc.	Common Stock - 3,900 shares	131,894	154,479
	Devon Energy Corporation	Common Stock - 2,500 shares	178,749	130,100
	Devry, Inc.	Common Stock - 2,000 shares	81,835	47,460
	DFC Global Corp.	Common Stock - 1,546 shares	28,562	28,616
	Digital Globe, Inc.	Common Stock - 4,100 shares	82,048	100,204
	Diodes, Inc.	Common Stock - 5,070 shares	101,922	87,965
	Directv	Common Stock - 2,100 shares	95,237	105,336
	Discover Financial Services	Common Stock - 1,300 shares	22,756	50,115
	Discovery Communications, Inc.	Common Stock - 1,400 shares	32,262	81,900
	Dolby Laboratories, Inc.	Common Stock - 5,100 shares	191,337	149,583
	Dollar General Corporation	Common Stock - 200 shares	6,450	8,818
	Dollar Tree, Inc.	Common Stock - 2,300 shares	91,726	93,288
	Dominion Resources, Inc.	Common Stock - 1,400 shares	71,313	72,520
	Domtar Corporation	Common Stock - 1,100 shares	92,286	91,872
	Dow Chemical Company	Common Stock - 2,400 shares	68,127	77,568
	Dr. Pepper Snapple Group, Inc.	Common Stock - 2,700 shares	102,681	119,286
	Drill-Quip, Inc.	Common Stock - 1,720 shares	120,334	125,646
	Dun & Bradstreet Corp.	Common Stock - 2,100 shares	161,427	165,165
	Eagle Materials, Inc.	Common Stock - 1,750 shares	61,851	102,375
	Ebay, Inc.	Common Stock - 5,300 shares	210,119	270,406
	Ebix Inc.	Common Stock - 3,600 shares	56,953	57,852
	EchoStar Corporation	Common Stock - 4,800 shares	125,102	164,256
	Echolab, Inc.	Common Stock - 4,100 shares	269,401	294,790
	Edwards Lifesciences Corporation	Common Stock - 1,200 shares	100,268	108,204
	Eli Lilly & Co.	Common Stock - 4,000 shares	158,594	197,280
	Elizabeth Arden, Inc.	Common Stock - 2,140 shares	62,043	96,321
	EMC Corporation	Common Stock - 7,900 shares	145,251	199,870
	Emcor Group, Inc.	Common Stock - 2,820 shares	75,428	97,600
	Emerson Electric Company	Common Stock - 2,100 shares	100,884	111,216
	Emulex Corp.	Common Stock - 11,500 shares	100,339	83,950
	Endo Health Solutions, Inc.	Common Stock - 8,800 shares	267,819	231,176

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Energizer Holdings, Inc.	Common Stock - 1,300 shares	\$ 88,963	\$ 103,974
	Energy XXI	Common Stock - 6,810 shares	203,819	219,214
	Entegris Inc.	Common Stock - 11,090 shares	103,756	101,806
	Entergy Corporation	Common Stock - 3,200 shares	243,415	204,000
	Entropic Communications, Inc.	Common Stock - 14,800 shares	76,460	78,292
	Epam Systems Inc.	Common Stock - 4,917 shares	92,464	88,998
	EQT Corporation	Common Stock - 1,000 shares	42,917	58,980
	Everest RE Group, Ltd.	Common Stock - 1,700 shares	166,625	186,915
	Exelon Corporation	Common Stock - 3,600 shares	167,099	107,064
	Expeditors International of Washington, Inc.	Common Stock - 900 shares	34,203	35,595
	Express Scripts, Inc.	Common Stock - 5,182 shares	300,358	279,828
	Exxon Mobil Corporation	Common Stock - 20,879 shares	1,421,450	1,807,077
	Fastenal Company	Common Stock - 1,600 shares	38,200	74,704
	Fedex Corporation	Common Stock - 2,200 shares	178,023	201,784
	Fidelity National Information Services, Inc.	Common Stock - 3,600 shares	71,849	84,780
	First American Financial Corporation	Common Stock - 4,161 shares	78,178	100,238
	First Republic Bank San Francisco Calif	Common Stock - 6,400 shares	185,055	209,792
	Firstenergy Corporation	Common Stock - 2,968 shares	116,934	123,944
	Fleetcor Technologies, Inc.	Common Stock - 1,200 shares	42,968	64,380
	FMC Technologies, Inc.	Common Stock - 2,700 shares	59,126	115,641
	Forward Air Corp.	Common Stock - 3,260 shares	109,319	114,133
	Fossil Inc.	Common Stock - 1,000 shares	91,278	93,100
	Francescas Holdings Corp.	Common Stock - 3,800 shares	116,180	98,648
	Freeport-McMoran Copper & Gold, Inc.	Common Stock - 3,906 shares	119,930	133,585
	Franklin Resources, Inc.	Common Stock - 1,100 shares	123,560	138,270
	FTI Consulting, Inc.	Common Stock - 5,100 shares	175,684	168,300
	Gamestop Corporation	Common Stock - 4,100 shares	80,779	102,869
	General Motors Company	Common Stock - 6,300 shares	193,893	181,629
	General Electric Company	Common Stock - 40,100 shares	845,653	841,699
	General Growth Properties, Inc.	Common Stock - 2,500 shares	35,037	49,625
	General Mills, Inc.	Common Stock - 6,300 shares	228,568	254,583
	Genesco, Inc.	Common Stock - 2,170 shares	107,383	119,350
	Gentherm Inc.	Common Stock - 9,529 shares	137,644	126,736
	Gilead Sciences, Inc.	Common Stock - 5,200 shares	200,049	381,940
	Global Cash Access Holdings, Inc.	Common Stock - 10,900 shares	48,648	85,456
	Global Payments, Inc.	Common Stock - 4,400 shares	208,438	199,320
	Goldman Sachs Group, Inc.	Common Stock - 3,000 shares	374,279	382,680
	Google, Inc.	Common Stock - 1,340 shares	569,925	950,556
	Grainger W W Inc.	Common Stock - 200 shares	36,500	40,474
	Grand Canyon Education Inc.	Common Stock - 4,284 shares	104,303	100,545
	Green Mountain Coffee Roasters	Common Stock - 1,700 shares	47,684	70,312
	Greenhill & Co., Inc.	Common Stock - 2,036 shares	98,643	105,852
	GT Advanced Technologies, Inc.	Common Stock - 24,500 shares	135,209	73,990
	H & R Block, Inc.	Common Stock - 8,900 shares	134,538	165,273
	Hain Celestial Group, Inc.	Common Stock - 1,800 shares	60,478	97,596
	Hanover Insurance Group, Inc.	Common Stock - 5,000 shares	199,601	193,700
	Harley Davidson	Common Stock - 2,500 shares	91,245	122,100
	Harman International Industries, Inc.	Common Stock - 1,000 shares	41,344	44,640
	Hasbro, Inc.	Common Stock - 2,100 shares	81,318	75,390
	HCA Holdings, Inc.	Common Stock - 2,800 shares	74,625	84,476

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value	
HCC Insurance Holdings, Inc.	Common Stock - 4,500 shares	\$ 127,475	\$ 167,445	
Healthcare Svcs Group, Inc.	Common Stock - 4,730 shares	100,937	109,878	
Heico, Corporation	Common Stock - 1,350 shares	55,302	60,426	
Helix Energy Solutions Group, Inc.	Common Stock - 4,500 shares	81,300	92,880	
Henry Jack & Associates, Inc.	Common Stock - 3,000 shares	99,541	117,780	
Herbalife Ltd.	Common Stock - 1,100 shares	44,604	36,234	
Hercules Offshore, Inc.	Common Stock - 20,810 shares	99,886	128,606	
Hess Corporation	Common Stock - 3,000 shares	171,336	158,880	
HFF, Inc.	Common Stock - 4,684 shares	55,619	69,792	
HHGregg Inc.	Common Stock - 4,000 shares	29,169	28,080	
HNI Corp.	Common Stock - 3,207 shares	92,859	96,402	
Hollyfrontier Corp.	Common Stock - 2,600 shares	78,523	121,030	
Home Depot, Inc.	Common Stock - 5,800 shares	236,343	358,730	
Honeywell International, Inc.	Common Stock - 4,400 shares	198,309	279,268	
Hornbeck Offshore Services, Inc.	Common Stock - 2,960 shares	92,317	101,646	
Hospira, Inc.	Common Stock - 400 shares	17,060	12,496	
Iconix Brand Group, Inc.	Common Stock - 5,700 shares	97,004	127,224	
ICU Medical, Inc.	Common Stock - 1,390 shares	55,899	84,693	
Idacorp, Inc.	Common Stock - 5,900 shares	230,993	255,765	
Impax Laboratories, Inc.	Common Stock - 5,650 shares	123,063	115,769	
Ingersoll-Rand Plc	Common Stock - 3,700 shares	134,288	177,452	
Intel Corporation	Common Stock - 14,400 shares	353,257	297,072	
Intercontinental Exchange Inc.	Common Stock - 700 shares	92,040	86,667	
International Business Machines Corporation	Common Stock - 2,800 shares	302,618	536,340	
Interpublic Group Companies, Inc.	Common Stock - 18,300 shares	198,060	201,666	
Interval Leisure Group, Inc.	Common Stock - 5,450 shares	100,289	105,676	
International Paper Company	Common Stock - 3,500 shares	110,010	139,440	
Intuitive Surgical Inc.	Common Stock - 100 shares	53,123	49,037	
Invensense, Inc.	Common Stock - 10,082 shares	130,098	112,011	
Invesco, Ltd	Common Stock - 8,100 shares	174,898	211,329	
Iron Mountain, Inc.	Common Stock - 2,500 shares	84,601	77,625	
Ixia Communications	Common Stock - 7,155 shares	113,093	121,492	
Jack in the Box, Inc.	Common Stock - 4,700 shares	122,691	134,420	
Johnson & Johnson	Common Stock - 10,300 shares	630,468	722,030	
Johnson Control, Inc.	Common Stock - 3,400 shares	82,335	104,380	
JPMorgan Chase & Company	Common Stock - 17,400 shares	633,125	765,078	
Juniper Networks, Inc.	Common Stock - 5,500 shares	122,745	108,185	
J2 Global, Inc.	Common Stock - 3,342 shares	102,728	102,198	
Kellogg Company	Common Stock - 5,200 shares	253,607	290,420	
Kemet Corp.	Common Stock - 12,100 shares	105,181	60,863	
Kla-Tencor Corp.	Common Stock - 1,600 shares	83,130	76,416	
Kodiak Oil & Gas Corporation	Common Stock - 12,720 shares	95,608	112,572	
Kohls Corporation	Common Stock - 5,400 shares	261,008	232,092	
Kraft Foods, Inc.	Common Stock - 1,806 shares	49,403	82,119	
Kroger Company	Common Stock - 6,300 shares	136,021	163,926	
Kulicke & Soffa Industries, Inc.	Common Stock - 9,900 shares	100,156	118,701	
Lam Research Corporation	Common Stock - 4,400 shares	174,149	158,972	
Las Vegas Sands Corporation	Common Stock - 4,500 shares	187,714	207,720	
Lattice Semiconductor Corp.	Common Stock - 26,190 shares	153,520	104,498	
Leapfrog Enterprises, Inc.	Common Stock - 12,190 shares	108,668	105,200	

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)
December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Lear Corp.	Common Stock - 2,700 shares	\$ 121,272	\$ 126,468
	Lennar Corporation	Common Stock - 1,800 shares	32,624	69,606
	Lexmark International, Inc.	Common Stock - 5,700 shares	153,481	132,183
	Life Technologies Corporation	Common Stock - 800 shares	34,581	39,264
	Liquidity Services, Inc.	Common Stock - 2,540 shares	98,116	103,784
	Lithia Motors, Inc.	Common Stock - 2,870 shares	57,559	107,395
	Live Nation Entertainment Inc.	Common Stock - 5,900 shares	51,899	54,929
	Loews Corporation	Common Stock - 2,200 shares	74,385	89,650
	Lowes Companies, Inc.	Common Stock - 2,300 shares	72,320	81,696
	Macy's, Inc.	Common Stock - 3,600 shares	74,291	140,472
	Markel Corporate Holdings Company	Common Stock - 300 shares	105,345	130,026
	Marsh & McLennan Companies, Inc.	Common Stock - 4,600 shares	118,175	158,562
	Martin Marietta Materials, Inc.	Common Stock - 1,100 shares	95,416	103,708
	Mastercard, Inc.	Common Stock - 600 shares	136,846	294,768
	McDonalds Corporation	Common Stock - 3,200 shares	211,165	282,272
	McDermott International, Inc.	Common Stock - 1,700 shares	22,538	18,734
	McGraw-Hill Companies	Common Stock - 1,400 shares	64,545	76,538
	McKesson Corporation	Common Stock - 1,800 shares	104,574	174,528
	Medassets, Inc.	Common Stock - 6,036 shares	106,290	101,224
	Medicines Company	Common Stock - 3,830 shares	72,266	91,805
	Mednax, Inc.	Common Stock - 2,400 shares	159,812	190,848
	Men's Warehouse, Inc.	Common Stock - 3,007 shares	101,493	93,698
	Mentor Graphics Corporation	Common Stock - 8,870 shares	118,871	150,967
	Merck & Company, Inc.	Common Stock - 13,767 shares	435,030	563,621
	Metlife, Inc.	Common Stock - 8,000 shares	315,384	263,520
	MFA Financial, Inc.	Common Stock - 26,900 shares	203,419	218,159
	Michael Kors Holdings, Ltd.	Common Stock - 1,100 shares	60,760	56,133
	Micron Technology, Inc.	Common Stock - 11,000 shares	67,509	69,850
	Microsoft Corporation	Common Stock - 38,500 shares	964,938	1,029,105
	Microstrategy, Inc.	Common Stock - 760 shares	91,869	70,969
	MKS Instruments, Inc.	Common Stock - 5,600 shares	160,099	144,368
	Mondelez International, Inc.	Common Stock - 5,419 shares	97,479	138,022
	Monsanto Company	Common Stock - 2,900 shares	195,143	274,485
	Monster Beverage Corp.	Common Stock - 1,800 shares	85,831	95,184
	Moody's Corporation	Common Stock - 2,100 shares	62,131	105,672
	Morgan Stanley	Common Stock - 6,800 shares	171,866	130,016
	Motorola Solutions, Inc.	Common Stock - 1,900 shares	96,494	105,792
	Mueller Industries, Inc.	Common Stock - 2,260 shares	102,398	113,068
	Multimedia Games Holding Company	Common Stock - 6,998 shares	108,754	102,941
	Murphy Oil Corporation	Common Stock - 2,300 shares	124,815	136,965
	Netapp, Inc.	Common Stock - 3,000 shares	94,350	100,650
	Netspend Holdings, Inc.	Common Stock - 4,900 shares	54,521	57,918
	Neustar, Inc.	Common Stock - 2,100 shares	64,765	88,053
	Newfield Exploration Company	Common Stock - 1,000 shares	38,273	26,780
	Newmont Mining Corporation	Common Stock - 2,100 shares	145,243	97,524
	News Corporation	Common Stock - 4,000 shares	92,383	102,160
	Nike, Inc.	Common Stock - 3,600 shares	112,967	185,760
	Noble Corporation (Switzerland)	Common Stock - 2,600 shares	97,718	90,532
*	Northern Trust Corporation	Common Stock - 4,000 shares	190,739	200,640
	NRG Energy, Inc.	Common Stock - 6,600 shares	115,166	151,734

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)
December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Nucor Corporation	Common Stock - 1,900 shares	\$ 73,701	\$ 82,042
	Nvidia Corporation	Common Stock - 2,300 shares	31,824	28,267
	Occidental Petroleum Corporation	Common Stock - 2,500 shares	185,613	191,525
	Omniceil, Inc.	Common Stock - 5,020 shares	73,919	74,647
	Omnivision Technologies, Inc.	Common Stock - 6,460 shares	114,805	90,957
	On Assignment, Inc.	Common Stock - 5,237 shares	100,254	106,206
	Optimer Pharmaceuticals, Inc.	Common Stock - 11,110 shares	128,089	100,546
	Oracle Corporation	Common Stock - 16,900 shares	477,634	563,108
	Orasure Technologies, Inc.	Common Stock - 15,945 shares	138,133	114,485
	Orthofix International N.V.	Common Stock - 2,777 shares	121,047	109,219
	Oxford Industries, Inc.	Common Stock - 2,388 shares	118,693	110,708
	Pall Corporation	Common Stock - 500 shares	22,525	30,130
	Papa Johns International Inc.	Common Stock - 1,000 shares	37,676	54,940
	Parex International Corp.	Common Stock - 3,380 shares	83,740	100,014
	Parker-Hannifin Corp.	Common Stock - 1,300 shares	103,429	110,578
	Pepsico, Inc.	Common Stock - 9,130 shares	536,260	624,766
	Pfizer, Inc.	Common Stock - 33,757 shares	633,877	846,626
	PG&E Corporation	Common Stock - 3,000 shares	123,476	120,540
	Philip Morris International	Common Stock - 6,400 shares	306,979	535,296
	Phillips 66	Common Stock - 3,450 shares	120,880	183,195
	Pier 1 Imports, Inc.	Common Stock - 4,218 shares	50,919	84,360
	Pinnacle Financial Partners, Inc.	Common Stock - 5,171 shares	87,769	97,422
	Pioneer Natural Resources Company	Common Stock - 1,100 shares	105,134	117,249
	Pitney Bowes, Inc.	Common Stock - 12,900 shares	168,895	137,256
	PNC Financial Services Group	Common Stock - 4,100 shares	228,009	239,071
	Pool Corp.	Common Stock - 1,815 shares	75,908	76,811
	Power One, Inc.	Common Stock - 13,500 shares	81,116	55,485
	PPG Industry, Inc.	Common Stock - 1,100 shares	92,269	148,885
	Praxair, Inc.	Common Stock - 2,100 shares	170,033	229,845
	Precision Castparts Corporation	Common Stock - 1,200 shares	155,080	227,304
	Prestige Brands Holdings Inc.	Common Stock - 4,930 shares	68,265	98,748
	Priceline.com, Inc.	Common Stock - 400 shares	155,867	248,480
	Pricesmart, Inc.	Common Stock - 1,570 shares	128,102	120,969
	Primoris Services Corp.	Common Stock - 6,530 shares	93,588	98,211
	Privatebancorp, Inc.	Common Stock - 7,320 shares	107,753	112,142
	Procter & Gamble Company	Common Stock - 13,686 shares	779,018	929,143
	The Progressive Corporation	Common Stock - 8,400 shares	169,500	177,240
	Proto Labs, Inc.	Common Stock - 1,546 shares	49,318	60,943
	Public Storage	Common Stock - 600 shares	70,595	86,976
	PVH Corp.	Common Stock - 500 shares	50,545	55,505
	Qualcomm, Inc.	Common Stock - 8,200 shares	368,225	508,564
	Quest Diagnostics, Inc.	Common Stock - 1,200 shares	70,208	69,924
	Questcor Pharmaceuticals, Inc.	Common Stock - 3,300 shares	75,415	88,176
	Quidel Corporation	Common Stock - 6,330 shares	108,085	118,181
	Range Resources Corporation	Common Stock - 1,300 shares	81,646	81,679
	Red Hat, Inc.	Common Stock - 3,000 shares	108,853	158,880
	Regions Financial Corp	Common Stock - 14,000 shares	88,333	99,680
	Rent A Center, Inc.	Common Stock - 2,300 shares	80,445	79,028
	Robert Half International, Inc.	Common Stock - 2,000 shares	54,518	63,640
	Ross Stores, Inc.	Common Stock - 1,900 shares	55,241	102,885

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Rue21, Inc.	Common Stock - 1,800 shares	\$ 55,551	\$ 51,102
	Salesforce	Common Stock - 700 shares	94,599	117,670
	Salix Pharmaceuticals Ltd.	Common Stock - 3,900 shares	175,931	157,872
	Sandisk Corp.	Common Stock - 400 shares	18,495	17,424
	Schlumberger, Ltd	Common Stock - 7,071 shares	388,723	489,950
	Scholastic Corporation	Common Stock - 2,600 shares	87,105	76,856
	Sealed Air Corp.	Common Stock - 6,600 shares	109,042	115,566
	Sempra Energy, Inc.	Common Stock - 1,700 shares	90,030	120,598
	Sherwin-Williams Company	Common Stock - 900 shares	64,354	138,438
	Silicon Image, Inc.	Common Stock - 12,100 shares	70,214	60,016
	Simon Property Group, Inc.	Common Stock - 2,011 shares	174,328	317,919
	Sinclair Broadcast Group, Inc.	Common Stock - 9,547 shares	102,316	120,483
	Skechers USA Inc.	Common Stock - 5,618 shares	116,456	103,933
	SL Green Realty Corp.	Common Stock - 700 shares	56,936	53,655
	SLM Corporation	Common Stock - 2,300 shares	26,325	39,399
	Sourcefire, Inc.	Common Stock - 2,770 shares	131,614	130,799
	Southwestern Energy Company	Common Stock - 3,100 shares	113,149	103,571
	Sovran Self Storage, Inc.	Common Stock - 1,280 shares	69,346	79,488
	Spectra Energy Corporation	Common Stock - 6,300 shares	137,555	172,494
	Spirit Airlines, Inc.	Common Stock - 14,599 shares	264,834	258,694
	Stanley Black & Decker, Inc.	Common Stock - 900 shares	52,365	66,573
	Starbucks Corporation	Common Stock - 4,600 shares	93,943	246,652
	Starwood Hotels & Resorts Worldwide, Inc.	Common Stock - 2,600 shares	117,666	149,136
	State Street Corporation	Common Stock - 3,300 shares	152,739	155,133
	Stericycle, Inc.	Common Stock - 1,800 shares	145,811	167,886
	Steris Corp.	Common Stock - 3,300 shares	112,234	114,609
	Stryker Corporation	Common Stock - 3,100 shares	158,732	169,942
	Sun Communities, Inc.	Common Stock - 2,680 shares	120,367	106,905
	Sun Trust Banks, Inc.	Common Stock - 2,500 shares	56,739	70,875
	Susser Holdings Corp.	Common Stock - 2,840 shares	107,419	97,952
	SVB Financial Group	Common Stock - 1,740 shares	98,592	97,388
	Synnex Corp.	Common Stock - 2,400 shares	87,414	82,512
	Syntel, Inc.	Common Stock - 2,010 shares	115,943	107,716
	Take-Two Interactive Software, Inc.	Common Stock - 2,536 shares	39,510	27,921
	Target Corporation	Common Stock - 2,800 shares	145,383	165,676
	TD Ameritrade Holding Corporation	Common Stock - 4,500 shares	74,447	75,645
	Team Health Holdings, Inc.	Common Stock - 1,800 shares	52,047	51,786
	Teco Energy, Inc.	Common Stock - 2,800 shares	36,490	46,928
	Tellabs, Inc.	Common Stock - 29,200 shares	127,621	66,576
	Texas Instruments, Inc.	Common Stock - 2,000 shares	57,464	61,880
	Texas Roadhouse, Inc.	Common Stock - 6,170 shares	110,853	103,656
	Textron, Inc.	Common Stock - 3,300 shares	74,827	81,807
	The Mosaic Company	Common Stock - 1,200 shares	68,007	67,956
	Thermo Fisher Corporation	Common Stock - 2,600 shares	129,093	165,828
	Thermon Group Holdings, Inc.	Common Stock - 4,440 shares	104,282	100,033
	Time Warner Cable, Inc.	Common Stock - 2,831 shares	182,249	275,145
	Time Warner, Inc.	Common Stock - 3,366 shares	102,431	160,996
	Tivo, Inc.	Common Stock - 4,500 shares	45,012	55,440
	Total System Services, Inc.	Common Stock - 7,800 shares	150,390	167,076
	TRW Automotive Holdings Corporation	Common Stock - 1,500 shares	61,175	80,415

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value	
Tyco International, Ltd.	Common Stock - 2,100 shares	\$ 21,876	\$ 61,425	
Union Pacific Corporation	Common Stock - 2,400 shares	167,319	301,728	
United Cont'l Holdings, Inc.	Common Stock - 3,100 shares	64,908	72,478	
United Parcel Service, Inc.	Common Stock - 3,000 shares	168,395	221,190	
United Technologies Corporation	Common Stock - 5,000 shares	330,603	410,050	
Unitedhealth Group, Inc.	Common Stock - 6,300 shares	221,279	341,712	
URS Corporation	Common Stock - 3,800 shares	153,379	149,188	
US Bancorp	Common Stock - 11,400 shares	251,410	364,116	
UTD Therapeutics Corp.	Common Stock - 2,300 shares	117,943	122,866	
Vail Resorts, Inc.	Common Stock - 2,240 shares	126,075	121,162	
Valassis Communications, Inc.	Common Stock - 3,100 shares	73,400	79,918	
Valero Energy Corporation	Common Stock - 5,800 shares	186,199	197,896	
Verisign, Inc.	Common Stock - 1,300 shares	54,146	50,466	
Verizon Communications	Common Stock - 8,200 shares	328,823	354,814	
Viacom, Inc.	Common Stock - 2,600 shares	132,537	137,124	
VISA, Inc.	Common Stock - 2,100 shares	186,241	318,318	
Vocera Communications, Inc.	Common Stock - 1,551 shares	38,709	38,930	
Vonage Holdings Corporation	Common Stock - 41,300 shares	114,076	97,881	
Vornado Realty Trust	Common Stock - 2,300 shares	194,625	184,184	
Vulcan Materials Company	Common Stock - 1,100 shares	42,872	57,255	
Wabash National Corp.	Common Stock - 12,170 shares	118,636	109,165	
Wal-Mart Stores, Inc.	Common Stock - 7,900 shares	488,846	539,017	
Walt Disney Company	Common Stock - 7,800 shares	209,093	388,362	
Washington Post Company	Common Stock - 500 shares	177,280	182,605	
Web Communications Group, Inc.	Common Stock - 7,010 shares	89,893	103,748	
Wellpoint, Inc.	Common Stock - 2,400 shares	139,237	146,208	
Wells Fargo & Company	Common Stock - 17,751 shares	452,532	606,729	
Westar Energy, Inc.	Common Stock - 7,300 shares	175,202	208,926	
Western Refining, Inc.	Common Stock - 4,200 shares	91,751	118,398	
Weyerhaeuser Company	Common Stock - 3,575 shares	101,139	99,457	
White Mountains Insurance Group	Common Stock - 300 shares	95,892	154,500	
Whole Foods Market, Inc.	Common Stock - 1,500 shares	72,869	136,995	
Wiley John & Sons, Inc.	Common Stock - 3,000 shares	121,369	116,790	
Williams Company, Inc.	Common Stock - 5,700 shares	117,782	186,618	
Willis Group Holdings	Common Stock - 8,800 shares	304,837	295,064	
WPX Energy, Inc.	Common Stock - 4,066 shares	56,299	60,502	
XL Group Plc	Common Stock - 10,500 shares	217,649	263,130	
Yum Brands, Inc.	Common Stock - 1,900 shares	103,215	126,160	
Zimmer Holdings, Inc.	Common Stock - 1,600 shares	93,440	106,656	
Zions Bancorp	Common Stock - 2,700 shares	63,888	57,780	
3M Company	Common Stock - 4,400 shares	313,846	408,540	
Total Common Stocks		63,545,017	75,388,537	

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	GMO Global Balanced Asset Allocation Fund III	Mutual Fund - 2,078,709 shares	\$ 21,850,962	\$ 22,096,680
	Vanguard Fixed Income Long Term Corporate Bonds Admiral Shares	Mutual Fund - 2,945,515 shares	29,961,098	31,958,843
	PIMCO Long Duration Total Return Institutional	Mutual Fund - 2,601,692 shares	27,307,999	31,402,424
	Total Mutual Funds		79,120,059	85,457,947
	MFS International Concentrated Equity Fund	Collective Trust Fund- 2,752,294 shares	33,000,000	32,944,954
*	Northern Trust Global Investments Short Term Investment Fund	Collective Trust Fund- 2,873,144 shares	2,873,144	2,873,144
	Wellington Trust Company, NA			
	CIF Opportunistic Investment Allocation Portfolio	Collective Trust Fund - 1,993,200 shares	21,034,422	22,523,158
	Total Collective Trust Funds		56,907,566	58,341,256
			\$ 199,572,642	\$ 219,187,740

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
Year Ended December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(e) Lease Rental	(f) Expense Incurred With Transaction	(g) Cost of Assets	(h) Current Value of Asset on Transaction Date	(i) Net Gain (Loss)
i) Single transactions in excess of 5% of assets:								
Vanguard Fixed Income Long Term Corporate Bonds Admiral Shares	Mutual Fund	\$ 31,098,341	\$ -	\$ -	\$ -	\$ 31,098,341	\$ 31,098,341	\$ -
MFS International Concentrated Equity Fund	Collective Fund	\$ 33,000,000	\$ -	\$ -	\$ -	\$ 33,000,000	\$ 33,000,000	\$ -
PIMCO Long Duration Total Return Institutional	Mutual Fund	\$ -	\$ 36,307,903	\$ -	\$ -	\$ 32,865,420	\$ 36,307,903	\$ 3,442,483
Artio International Equity Fund II	Collective Fund	\$ -	\$ 33,563,555	\$ -	\$ -	\$ 29,280,462	\$ 33,563,555	\$ 4,283,093
iii) Series of transactions in excess of 5% of assets:								
Vanguard Fixed Income Long Term Corporate Bonds Admiral Shares	Mutual Fund	\$ 32,635,945	\$ -	\$ -	\$ -	\$ 32,635,945	\$ 32,635,945	\$ -
MFS International Concentrated Equity Fund	Collective Fund	\$ 33,000,000	\$ 2,813,694	\$ -	\$ -	\$ 2,674,847	\$ 2,813,694	\$ 138,847
PIMCO Long Duration Total Return Institutional	Mutual Fund	\$ 2,575,993	\$ -	\$ -	\$ -	\$ 2,575,993	\$ 2,575,993	\$ -

* Party named is a party-in-interest.

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Dresser-Rand Company
Olean, New York Pension Plan for Patternmakers
(SubPlan 201)

Effective Date of Plan:

Prior Dresser December 1, 1956. Amended effective October 1, 1986. Terminated July 14, 1987.

Current Plan: October 1, 1992. The plan was most recently amended January 1, 2006.

Employees Eligible for Participation:

An hourly employee represented by the union becomes a participant immediately upon date of hire.

Participation Service:

Prior to January 1, 1987: All accrued years of service (including fractional portions) with the company from date of hire as calculated under the prior plan or any predecessor plan.

On or After January 1, 1987: Participation service is credited from the later of January 1, 1987, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Participants on an authorized leave of absence due to layoff with less than five years of participation service will accrue up to two more years of participation service before incurring severance from service. Participants on an authorized leave of absence due to layoff with five or more years of participation service will accrue up to five more years of participation service before incurring severance from service.

Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of participation service while receiving Workers' Compensation.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Benefit Accrual Service:

Prior to January 1, 1987:

All accrued years of service (including fractional portions) with the company from date of hire up to January 1, 1987, as calculated under the prior plan or any predecessor plan.

On or After January 1, 1987:

Benefit accrual service is credited from the later of January 1, 1987, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit accrual service will be credited for service after a participant reaches his normal retirement date.

Participants on an authorized leave of absence due to layoff with less than five years of participation service will accrue up to two more years of benefit accrual service before incurring severance from service. Participants on an authorized leave of absence due to layoff with five or more years of participation service will accrue up to five more years of benefit accrual service before incurring severance from service.

Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of benefit accrual service while receiving Workers' Compensation.

Accrued Benefit:

A monthly benefit equal to years of benefit accrual service times the benefit accrual rate from the following table based on date of termination, reduced by any amount of normal retirement benefits payable under the terms of the prior Dresser Industries Plan:

Period of Termination	Benefit Accrual Rate
1/1/87 to 9/30/90	\$18.00
10/1/90 to 9/30/91	\$19.00
10/1/91 to 9/30/92	\$19.50
10/1/92 to 10/14/93	\$20.00
10/15/93 to 10/14/94	\$20.50
10/15/94 to 10/14/95	\$21.00
10/15/95 to 7/14/96	\$22.00
7/15/96 to 7/14/97	\$23.00
7/15/97 and thereafter	\$24.00

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Benefit:

Normal Retirement Date:	The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.
Normal Retirement Benefit:	A monthly benefit payable for life equal to the accrued benefit.

Early Retirement Benefit:

Early Retirement Date:	Any date after the participant reaches age fifty-five and completes at least ten years of participation service.
Early Retirement Benefit:	<p>The accrued benefit reduced actuarially for each month that commencement of payments precedes the participant's normal retirement date, for employees who have not attained age sixty-two with thirty years of participation service.</p> <p>A participant may receive unreduced benefits if he retires after attaining age sixty-two and completing thirty years of participation service.</p>

Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit multiplied by the vesting percent. At the participant's request an actuarially reduced benefit may be payable at age fifty-five after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	<p>A monthly benefit payable temporarily to age sixty-five for disabled Participants equal to the accrued benefit to be reduced by the amount of any monthly company-paid sickness and accident benefits payable to such a disabled pensioner.</p> <p>At age sixty-five, the benefit is recalculated using the benefit accrual rates in effect at age sixty-five and service to date of disability.</p>

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
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Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

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Pre-Retirement Death Benefits:

Spouses Eligible:	Spouses of participants who die with completion of five years of participation service.
Spouse's Benefit:	<p>In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age fifty-five <u>and</u> completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.</p> <p>In the case of the participant who dies before age fifty-five <u>or</u> before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.</p> <p>The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.</p> <p>If the participant had ten years of participation service before his death the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following the date of death.</p>

Supplemental Retirement Benefit:

Eligibility:	A participant who is eligible to receive a normal or early retirement benefit.
Benefit Amount:	An amount equal to the weekly base earnings (40 times the hourly base rate) times 13, reduced by the number of weeks of vacation pay received in the year of retirement. The benefit is payable in a lump sum amount the month following retirement.

<u>Normal Form of Payment:</u>	Actuarially reduced fifty percent spouse's benefit (seven percent maximum reduction) if married on the date payments commence; life annuity if single.
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<u>Changes in Plan Provisions:</u>	No changes.
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Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

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Dresser-Rand Company
Olean, New York Pension Plan for Local No. 4601 United Steelworkers
(SubPlan 202)

Effective Date of Plan:

Prior Dresser	January 1, 1952. Amended effective September 15, 1983. Terminated July 14, 1987.
Current Plan:	September 22, 1992. Amended June 15, 2003, January 1, 2006 and June 15, 2008.

Employees Eligible for <u>Participation</u> :	An hourly employee represented by the union becomes a participant immediately upon date of hire.
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Participation Service:

Prior to January 1, 1987:	All accrued years of service (including fractional portions) with the company from date of hire as calculated under the prior plan or any predecessor plan.
On or After January 1, 1987:	<p>Participation service is credited from the later of January 1, 1987, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).</p> <p>Participants on an authorized leave of absence due to layoff with less than five years of participation service will accrue up to two more years of participation service before incurring severance from service. Participants on an authorized leave of absence due to layoff with five or more years of participation service will accrue up to five more years of participation service before incurring severance from service.</p> <p>Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of participation service while receiving Workers' Compensation.</p>

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Benefit Accrual Service:

Prior to January 1, 1987:

All accrued years of service (including fractional portions) with the company from date of hire up to January 1, 1987, as calculated under the prior plan or any predecessor plan.

On or After January 1, 1987:

Benefit accrual service is credited from the later of January 1, 1987, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit accrual service will be credited for service after a participant reaches his normal retirement date.

Participants on an authorized leave of absence due to layoff with less than five years of participation service will accrue up to two more years of benefit accrual service before incurring severance from service. Participants on an authorized leave of absence due to layoff with five or more years of participation service will accrue up to five more years of benefit accrual service before incurring severance from service.

Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of benefit accrual service while receiving Workers' Compensation.

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Accrued Benefit:

A monthly benefit equal to years of benefit accrual service times the benefit accrual rate from the following table based on date of termination, reduced by any amount of normal retirement benefits payable under the terms of the prior Dresser Industries Plan:

Period of Termination	Benefit Accrual Rate
9/22/92 to 9/14/93	\$20.00
9/15/93 to 9/14/94	\$20.50
9/15/94 to 9/14/95	\$21.00
9/15/95 to 6/14/96	\$22.00
6/15/96 to 6/14/97	\$23.00
6/15/97 to 6/14/98	\$24.00
6/15/98 to 6/14/99	\$25.00
6/15/99 to 6/14/00	\$26.00
6/15/00 to 6/14/01	\$27.00
6/15/01 to 6/14/02	\$28.00
6/15/02 to 6/14/03	\$29.00
6/15/03 to 6/14/04	\$31.00
6/15/04 to 6/14/05	\$31.50
6/15/05 to 6/14/06	\$32.00
6/15/06 to 6/14/07	\$32.50
6/15/07 to 6/14/08	\$33.00
6/15/08 to 6/14/09	\$33.75
6/15/09 to 6/14/10	\$34.50
6/15/10 and thereafter	\$35.25

Normal Retirement Benefit:

Normal Retirement Date:

The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit:

A monthly benefit payable for life equal to the accrued benefit.

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Early Retirement Benefit:

Early Retirement Date:	Any date after the participant reaches age fifty-five and completes at least ten years of participation service.
Early Retirement Benefit:	<p>The accrued benefit reduced actuarially for each month that commencement of payments precedes the participant's normal retirement date, for employees who have not attained age sixty-two with thirty years of participation service.</p> <p>A participant may receive unreduced benefits if he retires after attaining age sixty-two and completing thirty years of participation service.</p>

Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit multiplied by the vesting percent. At the participant's request an actuarially reduced benefit may be payable at age fifty-five after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	<p>A monthly benefit payable temporarily to age sixty-five for disabled Participants equal to the accrued benefit to be reduced by the amount of any monthly company-paid sickness and accident benefits payable to such a disabled pensioner.</p> <p>At age sixty-five, the benefit is recalculated using the benefit accrual rates in effect at age sixty-five and service to date of disability.</p>

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Pre-Retirement Death Benefits:

Spouses Eligible:	Spouses of participants who die with completion of five years of participation service.
Spouse's Benefit:	<p>In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age fifty-five <u>and</u> completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.</p> <p>In the case of the participant who dies before age fifty-five <u>or</u> before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.</p> <p>The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.</p> <p>If the participant had ten years of participation service before his death the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following the date of death.</p>

Supplemental Retirement Benefit:

Eligibility:	A participant who is eligible to receive a normal or early retirement benefit.
Benefit Amount:	An amount equal to the weekly base earnings (40 times the hourly base rate) times 13, reduced by the number of weeks of vacation pay received in the year of retirement. The benefit is payable in a lump sum amount the month following retirement.

<u>Normal Form of Payment:</u>	Actuarially reduced fifty percent spouse's benefit (seven percent maximum reduction) if married on the date payments commence; life annuity if single.
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<u>Changes in Plan Provisions:</u>	No changes.
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EIN / PN:	20-1897619/002
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Dresser-Rand Company
Painted Post Pension Plan
(SubPlan 203)

Effective Date of Plan: July 21, 1990. This is the date of the merger of the defined contribution (Plan 004) and defined benefit plan (Plan 002-3). Most recently amended November 9, 2009.

Employee: Any person employed by the Company and who is covered by the collective bargaining agreement between the Company and the Union.

Eligibility for Participation: Participants in the former defined contribution plan (Plan 004) or a participant in the defined benefit plan (Plan 002-3) shall participate as of the effective date.

All other employees shall become participants on the July 1 or January 1 coincident with or next following their completion of one year of service. Employees who have completed one year of service as of the effective date shall be participants as of the effective date.

Year of Vesting Service: The total period of time which elapses while an employment relationship exists between such person and Dresser-Rand or an affiliated company. For every twelve months during which the requisite employment relationship exists, whether or not consecutive, the person is credited with a year of vesting service. Partial years of vesting service are credited on the basis of 1/12th of a year for each month during the period. An employee's years of vesting service shall also include his years earned under the prior plan as of December 31, 1986.

Year of Credited Service: The total period of time which elapses while such person is an employee. For every twelve months as an employee, whether or not consecutive, the employee is credited with a year of credited service. Partial years of credited service are credited on the basis of 1/12th of a year for each month during the period.

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Accrued Benefit:

The monthly accrued retirement benefit of a participant shall be determined according to (a) or (b) below whichever is applicable:

- (a) An amount equal to the excess, if any, of (i) over (ii).
- (i) Benefit Accrual Rate multiplied by his years of credited service. Benefit Accrual Rate is determined from the following table based on date of termination.

Date of Termination	Benefit Accrual Rate
7/21/90 to 7/21/91	\$18.50
7/22/91 to 7/19/92	19.00
7/20/92 to 8/31/93	19.50
8/31/93 to 8/30/94	20.50
8/31/94 to 8/30/95	21.00
8/31/95 to 8/30/96	21.75
8/31/96 to 8/30/97	22.75
8/31/97 to 8/30/98	23.50
8/31/98 to 8/15/99	24.50
8/16/99 to 8/15/00	25.50
8/16/00 to 8/15/01	26.50
8/16/01 to 8/15/02	27.50
8/16/02 to 8/15/03	28.50
8/16/03 to 8/6/04	29.50
8/7/04 to 8/6/05	30.50
8/7/05 to 8/6/06	31.25
8/7/06 to 11/8/09	32.00
11/9/09 to 9/30/10	32.65
10/1/10 to 9/30/11	33.50
10/1/11 and thereafter	34.25

If an employee retires during the current contract period, their Benefit Accrual Rate increases each year until the ultimate rate is reached for that contract period.

Any employee who retires between August 3, 2007 and the contract ratification date will be eligible for benefit improvements.

- (ii) The single life annuity value of the participant's accrued benefit under the Ingersoll-Rand Hourly Pension Plan determined as of December 31, 1986.

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In the event a participant's benefit commences prior to his normal retirement date, the single life annuity value determined under this paragraph (ii) shall be reduced by .694% per month for each month up to the first sixty months and .347% per month for each month in excess of sixty, that the commencement of payments precedes the participant's normal retirement date.

- (b) The single life annuity which is the actuarial equivalent of the greater of (i) or (ii):
- (i) Participant's actual defined contribution account balance as of the valuation date immediately preceding commencement of payment of benefits; or
 - (ii) Participant's theoretical defined contribution account balance as of the date in (i) alone based on the assumption the account balance earned 120% of the federal mid-term rate in effect on the first day of each plan year beginning after December 31, 1990.

If benefits commence before normal retirement date, the equivalent single life annuity based on the account balance shall be equal to a deferred annuity to begin payment at normal retirement date, but reduced by .5% for each month the payment commencement date precedes the normal retirement date.

Normal Retirement Benefit:

Normal Retirement Date:	A participant's sixty-fifth birthday.
Normal Retirement Benefit:	A monthly benefit payable for life equal to the accrued benefit.

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Early Retirement Benefit:

- Early Retirement Eligibility Date: The last day of the first calendar month in which a participant has both attained age fifty-five and completed fifteen years of vesting service.
- Early Retirement Date: Last date of any month after the early retirement eligibility date, but before the normal retirement date in which a participant terminates employment.
- Early Retirement Benefit: The accrued benefit determined as of the early retirement date and determined according to (a) and (b) below:
- (a) In full commencing on the last day of the month succeeding the month that includes his normal retirement date; or
 - (b) Commencing on the last day of the month succeeding the month that includes the early retirement date, or on the last day of any calendar month thereafter, but not later than the commencement date specified in (a) above. If the participant elects to have the benefits commence earlier than the commencement date specified in (a) above, the early retirement benefit shall be equal to the accrued benefit calculated as follows:
 - (i) The amount of the participant's accrued benefit determined in accordance with the formula specified in Section (a)(i) of the accrued benefit definition above shall be reduced by .5% per month for each month that the participant's early retirement date precedes the normal retirement date.
 - (ii) The amount determined in (i) above shall then be reduced by the amount determined in accordance with Section (a)(ii) of the accrued benefit definition above.
 - (iii) The amount determined in (ii) above shall then be divided by a factor equal to one minus the product of (A) times (B), where (A) equals .5% and (B) equals the number of months that the participant's early retirement date precedes the normal retirement date.
 - (iv) The amount determined in (iii) above shall then be reduced by .5% per month for each month that the commencement of benefit payments precedes the normal retirement date.

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An employee whose early retirement date occurs no earlier than the last day of the calendar month in which he attains age sixty-two and completes thirty years of credited service, shall be eligible to receive his early retirement benefits without reduction.

Late Retirement Benefit:

Late Retirement Date: The last day of any calendar month following the participant's normal retirement date.

Late Retirement Benefit: The late retirement benefit of a participant shall be equal to his accrued benefit determined as of his normal retirement date and shall not be less than the participant's normal retirement benefit.

Termination Benefit:

Eligibility: 100% vesting after five years of vesting service.

Vested Benefit: The vested benefit shall be payable commencing on the last day of the month succeeding the month that includes the participant's normal retirement date. However, if the former participant has at least fifteen years of vesting service and has attained at least age fifty-five, his pension benefits may commence at the end of any month prior to his attaining age sixty-five in an amount reduced by .694% per month for each month up to the first sixty months, and .347% per month for each month in excess of sixty, that the commencement of payments precedes the commencement date specified immediately above.

Disability Benefit:

Eligibility: Participants who become totally and permanently disabled after the completion of fifteen years of vesting service.

Disability Benefit: The accrued benefit determined as of the participant's date of permanent disability.

An amount paid to or on behalf of any participant or retired participant on account of injury or occupational disease causing disability in the nature of a permanent disability for which the Company is liable (but not including group insurance protection carried by the Company for him and on his behalf) whether pursuant to Workers' Compensation or occupational disease laws, or arising otherwise from the statutory or common law (except fixed statutory lump sum payments for loss of any bodily member) and any such payments arising out of employment by an employer other than the

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Company, and any disability payment in the nature of a pension under any federal or state law shall be deducted from or charged against the amount of any benefit payable monthly or periodically. No deduction shall be made with respect to any period after the termination of such monthly or periodic payments.

The permanent disability benefit shall be payable to the participant commencing on the last day of the month succeeding the month during which the participant retires for permanent disability.

If the disability of a participant ceases and the participant returns to work with the Company or an affiliated company, the period between his disability retirement date and his subsequent re-employment date will not count as service in the calculation of his benefits upon his subsequent retirement. His benefits upon subsequent retirement will be based upon his years of credited service with the Company and the formula or minimum in effect at the time of his subsequent retirement.

If the disability of a participant ceases prior to age sixty-five and the participant does not return to work with the Company or an affiliated company:

- (i) If the participant's disability benefits began prior to age fifty-five, the participant shall be entitled to the benefits provided under the vested benefits section based upon his years of credited service to the date his disability benefit payments commenced and the formula and minimum in effect at that time.
- (ii) If the participant's disability benefits began subsequent to age fifty-five, the participant shall be entitled to the benefits provided in the early retirement section based upon his years of credited service to the date his disability benefit payments commenced and the formula and minimum in effect at that time.

In neither case will the participant receive service credit for the period during which he has received disability benefit payments.

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Surviving Spouse Benefit:

- (a) The benefit payable to a surviving spouse of a participant who dies prior to retirement, but after having reached eligibility for early retirement shall be:
 - (i) In the event of a participant who dies prior to his normal retirement date, the greater of (A) forty percent of the participant's accrued benefit determined as of his date of death; or, (B) fifty percent of the participant's accrued benefit as of his date of death multiplied by the appropriate percentage calculated in accordance with Section 5.2(b) of the Plan to convert the benefit to a qualified joint and survivor annuity option. Such benefit shall be reduced by the .5% per month reduction specified under the terms of the early retirement benefits of the Plan.
 - (ii) In the event of a participant who dies after his normal retirement date, his surviving spouse shall be entitled to receive the survivor benefit under the qualified joint and survivor annuity.

The surviving spouse benefit payable under this section shall be payable commencing on the last day of the month succeeding the month during which the participant dies unless his spouse elects a later date on which benefits will commence, and will terminate on the last day of the month during which the spouse dies.

- (b) The benefit payable to the surviving spouse of a participant who becomes eligible to receive benefits after having achieved a non-forfeitable right to his accrued benefit, but is not eligible under (a) above shall be:
 - (i) In the case of the death of a participant prior to his termination of employment, the benefit that would have been payable to the surviving spouse if the participant had terminated from service on the date of his death, had survived to his early retirement eligibility date and had elected the qualified joint and survivor annuity form of payment.
 - (ii) In the case of the death of a participant after termination of employment, the benefit that would have been payable to the surviving spouse if the participant had elected to receive benefits commencing at the earliest possible date under the provisions of vested benefit section of the Plan, or

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on the date of his death, if later, and he had elected the qualified joint and survivor annuity form of payment.

The surviving spouse benefit payable under this section (b) shall commence on the last day of the month succeeding the month in which the participant would first have been eligible to commence benefits in accordance with the vested benefit section, unless his spouse elects a later date on which benefits will commence, and shall be reduced in accordance with the vested benefit section for commencement prior to what would have been the participant's normal retirement date. The benefit will terminate on the last day of the month during which the spouse dies.

A participant who is eligible for surviving spouse benefit coverage under section (b), may make a qualified election to waive the surviving spouse benefit coverage, provided such election is made within the qualified election period. His election not to take such a benefit may be revoked at any time prior to the date of his death. All such elections shall become effective upon receipt by the Benefits Committee.

<u>Changes in Plan Provisions:</u>	No plan changes.
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**Dresser-Rand Company Pension Plan for I.A.M., Moore
Lodge No. 1580, Turbodyne Operations, Wellsville, New York
(SubPlan 204)**

Effective Date of Plan: August 16, 1992. Frozen as of May 31, 1995. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union for becomes a participant immediately upon date of hire.

Participation Service:

Prior to November 1, 1984: All accrued years of service and fractions thereof credited as of November 1, 1984, under the terms of the predecessor plan.

On or After November 1, 1984: Participation service is credited from the later of November 1, 1984, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Participants on a leave of absence due to layoff will accrue up to two more years of participation service before incurring severance from service.

Participants on a leave of absence due to disability will accrue additional years of participation service while receiving Workers' Compensation.

Participants on a leave of absence due to non-occupational disability which is not compensable will accrue up to four more years of participation service before incurring severance from service.

Benefit Accrual Service:

Prior to November 1, 1984: All accrued years of service and fractions thereof credited as of November 1, 1984, under the terms of the predecessor plan.

On or After November 1, 1984: Benefit accrual service is credited from the later of November 1, 1984, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

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Benefit accrual service will be credited for service after a participant reaches his normal retirement date.

Participants on a leave of absence due to lay-off will accrue up to two more years of benefit accrual service before incurring severance from service.

Participants on a leave of absence due to disability will accrue additional years of benefit accrual service while receiving Workers' Compensation.

Participants on a leave of absence due to non-occupational disability which is not compensable will accrue up to four more years of benefit accrual service before incurring severance from service.

Benefit accrual service was frozen as of May 31, 1995.

Accrued Benefit:

A monthly benefit for participants terminating on or after August 16, 1989, equal to years of benefit accrual service, not in excess of forty years, times the benefit accrual rate from the following table based on date of termination:

Period of Termination	Benefit Accrual Rate
8/16/89 to 8/15/90	\$18.50
8/16/90 to 8/15/91	\$19.00
8/16/91 to 8/15/92	\$19.50
8/16/92 to 8/15/93	\$20.00
8/16/93 to 8/15/94	\$20.50
8/16/94 and thereafter	\$21.00

This benefit is reduced by any monthly Workers' Compensation benefit payable to a participant.

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Normal Retirement Benefit:

Normal Retirement Date:

Prior to January 1, 1988: The last day of the month during which a participant reaches age sixty-five and completes ten years of participation service.

On or After January 1, 1988: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Full Early Retirement Benefit:

Full Early Retirement Date: Any date after the participant reaches age sixty-two and completes at least twenty years of participation service.

Full Early Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Regular Early Retirement Benefit:

Regular Early Retirement Date: Any date after the participant reaches age sixty and completes at least ten years of participation service.

Regular Early Retirement Benefit: The accrued benefit actuarially reduced for each month the commencement of payments precedes the participant's normal retirement date.

Special Early Retirement Benefit:

Eligibility: Completion of ten years of participation service and either attainment of age fifty-five where age plus service is greater than or equal to seventy, or where age plus service is greater than or equal to eighty and termination due to permanent shutdown, layoff or disability.

Benefit Amount: The accrued benefit plus a temporary benefit equal to \$100.00 per month payable until the participant becomes eligible for an unreduced public pension.

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Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit, excluding increases in benefit levels which become effective after the termination date, multiplied by the vesting percent. At the participant's request, a reduced benefit may be payable at age sixty after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	A monthly benefit equal to the greater of the accrued benefit or \$150.00 plus a temporary benefit equal to \$100.00 per month payable until the participant becomes eligible for an unreduced public pension. Upon eligibility for an unreduced public pension the \$150.00 minimum no longer applies.

Special Retirement Benefit:

In all cases of retirement, except disability retirement and on a deferred vested pension.
A lump sum payment of \$2,200.00 for retirement on or after August 16, 1989, \$2,100.00 for retirement prior to August 16, 1989, paid within the first full calendar month following the month in which retirement occurs in lieu of the first three months of benefit payments.

Survivor Benefit:

Spouses Eligible:	Spouses of active participants who die after the completion of fifteen years of service or terminate due to retirement but defer commencement of benefits and spouses of retired participants who die prior to age sixty-five.
Spouse's Benefit:	The monthly benefit is equal to (1) fifty percent of the amount of the regular pension paid to a pensioner, or (2) fifty percent of the regular pension amount that would have been payable if the deceased active participant had been age sixty-five and had retired on the date of his death, or (3) if greater, \$140. If the spouse is age sixty-five or more, or later attains age sixty-five, the benefit is reduced by fifty percent of the widow's or widower's unreduced Social Security benefit payable at such age, but the minimum benefit payable after such reduction is \$90.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service and who have been married to the participant for at least one year prior to death.

Spouse's Benefit: In the case of the participant who dies after normal retirement age, or after age sixty and completion of ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age sixty or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age sixty and completed ten years of participation service or, if later, on which the participant could have elected to retire.

Normal Form of Payment: Actuarially equivalent fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Dresser-Rand Company
Electric Machinery Hourly Employees' Pension Plan
(SubPlan 205)

Effective Date of Plan: August 5, 1991. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee who is represented by the union becomes a participant immediately upon date of hire. There will be no new entrants into the plan after February 28, 1999.

Participation Service:

Prior to November 1, 1984: All accrued years of service and fractions thereof credited as of November 1, 1984, under the terms of the predecessor plan.

On or After November 1, 1984: A year of participation service is credited for each plan year in which the participant has 1,000 or more hours of service and one-tenth year for each 100 hours of service in each year in which the participant has less than 1,000 hours of service. All benefits are frozen as of February 28, 1999.

Benefit Accrual Service:

Prior to November 1, 1984: All accrued years of service and fractions thereof credited as of November 1, 1984, under the terms of the predecessor plan.

On or After November 1, 1984: One-tenth year is credited for each 180 hours of service completed in the plan year plus one-tenth year if participant has at least 105, but fewer than 180 additional hours of service in the plan year. The maximum benefit accrual service for any plan year is one.

Benefit accrual service will be credited for service after a participant reaches his normal retirement date. All benefits are frozen as of February 28, 1999.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Accrued Benefit:

A monthly benefit for participants terminating on or after February 21, 1988, equal to years of benefit accrual service not in excess of thirty-five years times the benefit accrual rate from the following table based on date of termination:

Period of Termination	Benefit Accrual Rate
2/21/88 to 12/31/88	\$16.50
1/1/89 to 12/31/90	\$17.50
1/1/91 to 12/31/91	\$18.00
1/1/92 to 12/31/92	\$19.00
1/1/93 to 12/31/93	\$19.50
1/1/94 to 12/31/94	\$19.75
1/1/95 to 12/31/95	\$20.75
1/1/96 to 12/31/96	\$21.25
1/1/97 to 12/31/97	\$21.75
1/1/98 to 12/31/98	\$22.75
1/1/99 to 12/31/99	\$23.75
1/1/00 and thereafter	\$24.75

A participant's accrued benefit in this plan is offset by his October 31, 1984, accrued benefit in the Electric Machinery Hourly Employees Pension Plan.

Normal Retirement Benefit:

Normal Retirement Date:

Prior to
January 1, 1989:

The last day of the month during which a participant reaches age sixty-five and completes ten years of participation service.

On or After
January 1, 1989:

The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit:

A monthly benefit payable for life equal to the accrued benefit.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Early Retirement Benefit:

Early
Retirement Date:

Any date after the participant reaches age fifty-five and complete at least ten years of participation service.

Early
Retirement Benefit:

The accrued benefit reduced actuarially for each month that commencement of payments precedes the Participant's normal retirement date.

Termination Benefit:

Eligibility:

100% vesting after five years of participation service.

Vested Benefit:

The accrued benefit multiplied by the vesting percent. At the participant's request, an actuarially reduced benefit may be payable at age fifty-five if the participant had ten years of participation service.

Disability Benefit:

Eligibility:

Participants who become totally and permanently disabled after the completion of ten years of participation service.

Disability Benefit:

The accrued benefit determined as of the participant's date of permanent disability for the purpose of determining the benefit rate, except that the payment made as of the participant's NRD shall be reduced by one dollar (\$1.00).

Special Retirement Benefit:

Eligibility:

In all cases of retirement, except disability retirement and retirement on a deferred vested pension.

Special
Retirement Benefit:

A lump sum payment equal to the first three months of benefit payments paid within the first full calendar month following the month in which retirement occurs.

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies after age sixty-five or after age fifty-five and completion of ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age fifty-five or before completion of ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.

Normal Form of Payment: Actuarially equivalent fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan for
Hourly Employees Local 270, Teamsters of
Machinery Repair Division, New Orleans, Louisiana
(SubPlan 206)**

Effective Date of Plan: November 1, 1993. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union becomes a participant immediately upon date of hire.

Participation Service:

Prior to May 1, 1976: All accrued years of service (including fractional portions) with the company from date of hire as calculated under the prior plan or any predecessor plan.

On or After May 1, 1976: Participation service is credited from the later of May 1, 1976, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Participants on an authorized leave of absence due to layoff with more than sixty days of participation service, but less than twelve months, will accrue up to one more year of participation service before incurring severance from service. Participants on an authorized leave of absence due to layoff with twelve or more months of participation service will accrue up to two more years of participation service before incurring severance from service.

Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of participation service while receiving Workers' Compensation.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Benefit Accrual Service:

Prior to May 1, 1976:

All accrued years of service (including fractional portions) with the company from date of hire up to May 1, 1976, as calculated under the prior plan or any predecessor plan.

On or After May 1, 1976:

Benefit accrual service is credited from the later of May 1, 1976, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit accrual service will be credited for service after a participant reaches his normal retirement date.

Participants on an authorized leave of absence with more than sixty days of participation service, but less than twelve months, will accrue one more year of benefit accrual service before incurring severance from service. Participants on an authorized leave of absence due to layoff with twelve or more months of participation service will accrue up to two more years of benefit accrual service before incurring severance from service.

Participants on an authorized leave of absence due to occupational injury or disease will accrue additional years of benefit accrual service while receiving Workers' Compensation.

Accrued Benefit:

A monthly benefit for participants terminating on or after November 1, 1987, equal to years of benefit accrual service not in excess of thirty years times the benefit accrual rate from the following table based on date of termination:

Period of Termination	Benefit Accrual Rate
11/1/87 to 10/31/88	12.75
11/1/88 to 10/31/89	13.50
11/1/89 to 10/31/90	14.00
11/1/90 to 10/31/91	14.50
11/1/91 to 10/31/92	15.25
11/1/92 to 10/31/93	16.00
11/1/93 to 10/31/94	17.00
11/1/94 to 10/31/95	17.50
11/1/95 and thereafter	18.00

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Benefit:

Normal Retirement Date: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Early Retirement Benefit:

Early Retirement Date: Any date after the participant reaches age fifty-five and completes at least ten years of participation service.

Early Retirement Benefit: The accrued benefit reduced on an actuarially equivalent basis for each month that commencement of payments precedes the participant's normal retirement date.

Termination Benefit:

Eligibility: 100% vesting after five years of participation service.

Vested Benefit: The accrued benefit multiplied by the vesting percent. At the participant's request, an actuarially reduced benefit may be payable at age fifty-five after completion of ten years of participation service.

Disability Benefit:

Eligibility: Participants who become totally and permanently disabled after the completion of ten years of participation service.

Disability Benefit: A monthly benefit payable temporarily to age sixty-five equal to the accrued benefit. At age sixty-five, the benefit is recalculated using the benefit accrual rate in effect at age sixty-five and service to date of disability.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies after age sixty-five or after age fifty-five with ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age fifty-five or before completion of ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.

Normal Form of Payment: Actuarially reduced fifty percent of spouse's benefit if married on the date payments commence; life annuity if single.

Changes in Plan Provisions: No changes.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Dresser-Rand Company
Pension Plan for I.A.M., District Lodge #76
Dresser Machinery Repair Division, Buffalo, New York
(SubPlan 207)

Effective Date of Plan: March 1, 1990. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union becomes a participant immediately at April 8, 1985, or if later, upon date of hire.

Participation Service:

Prior to April 8, 1985: All accrued years of service and fractions thereof credited as of April 8, 1985, under the terms of the predecessor plan.

On or After April 8, 1985: Participation service is credited from the later of April 8, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Participants on a leave of absence due to layoff will accrue one more year of participation service before incurring severance from service.

Participants on a leave of absence due to a non-occupational disability will accrue up to four more years of participation service before incurring severance from service.

Participants on a leave of absence due to an occupational disability will accrue additional years of participation service while receiving Workers' Compensation.

Benefit Accrual Service:

Prior to April 8, 1985: All accrued years of service (including fractional portions) with the company from date of hire up to April 8, 1985, under the terms of the predecessor plan.

On or After April 8, 1985: Benefit accrual service is credited from the later of April 8, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Benefit accrual service shall be granted for service past the participant's normal retirement date.

Participants on a leave of absence due to layoff will accrue one or more years of benefit accrual service before incurring severance from service.

Participants on a leave of absence due to a non-occupational disability will accrue up to four more years of benefit accrual service before incurring severance from service.

Participants on a leave of absence due to an occupational disability will accrue additional years of benefit accrual service while receiving Workers' Compensation.

Accrued Benefit:

A monthly benefit for participants terminating after March 1, 1990, equal to \$13.00 (increasing to \$13.50 on or after March 1, 1991, and further increasing to \$14.00 on or after March 1, 1992, and further increasing to \$14.50 on or after March 1, 1993) times years of benefit accrual service not in excess of thirty years.

Normal Retirement Benefit:

Normal Retirement Date: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Early Retirement Benefit:

Early Retirement Date: Any date after the participant reaches age sixty and completes at least ten years of participation service.

Early Retirement Benefit: The accrued benefit reduced on an actuarially equivalent basis for each month that commencement of payments precedes the participant's normal retirement date.

Immediate Termination Benefit:

Eligibility: Completion of ten years of participation service and either attainment of age fifty-five where age plus service is greater than or equal to seventy, or where age plus service is greater than or equal to eighty and termination due to permanent shutdown, layoff or disability.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Immediate Termination Benefit: The accrued benefit plus a temporary benefit equal to \$100.00 per month payable until the participant becomes eligible for an unreduced public pension.

Deferred Termination Benefit:

Eligibility: 100% vesting after five years of participation service.

Vested Benefit: The accrued benefit multiplied by the vesting percent. At the participant's request, an actuarially reduced benefit may be payable at age sixty after completion of ten years of participation service.

Disability Benefit:

Eligibility: Participants who become totally and permanently disabled after the completion of ten years of participation service.

Disability Benefit: A monthly benefit equal to the greater of the accrued benefit or \$100.00, plus a temporary benefit equal to \$100.00 per month payable until the participant becomes eligible for an unreduced public pension. Upon eligibility for an unreduced public pension, the \$100.00 minimum no longer applies.

Special Retirement Benefit:

Eligibility: In all cases of retirement, except disability retirement and retirement on a deferred vested pension.

Special Retirement Benefit: A lump sum payment of \$1,000.00 paid within the first full calendar month following the month in which retirement occurs in lieu of the first three months of benefit payments.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Survivor Benefit:

Spouses Eligible: Spouses of active participants who die after the completion of ten years of service and after the attainment of age fifty-five, but before age sixty-five and spouses of retired participants who retired after age fifty and die after age fifty-five, but prior to age sixty-five.

Spouse's Benefit: The monthly benefit is equal to (1) fifty percent of the amount of the regular pension paid to a pensioner, or (2) fifty percent of the regular pension amount that would have been payable if the deceased active participant had been age sixty-five and had retired on the date of his death, or (3) if greater, \$75.00. If the spouse is below age fifty, the benefit is reduced by 1/2% for each year below age fifty.

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation.

Spouse's Benefit: In the case of the participant who dies after normal retirement age, or after age sixty with ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age sixty or before completion of ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age sixty and completed ten years of participation service or, if later, on which the participant could have elected to retire.

If the participant had ten years of participation service before his death, the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following date of death.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Form of Payment:

Actuarially reduced fifty percent of spouse's benefit if married on the date payments commence; life annuity if single.

Changes in Plan Provisions:

No changes.

Plan Name:

Pension Plan for Employees of Dresser-Rand Company

EIN / PN:

20-1897619/002

Plan Sponsor:

Dresser-Rand

Valuation Date:

January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company
Machinery Repair Division Pension Plan for
I.A.M., Local Lodge #284, San Leandro, California
(SubPlan 208)**

Effective Date of Plan: January 1, 1989. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union becomes a participant immediately upon date of hire.

Participation Service:

Prior to May 1, 1986: All accrued years of service and fractions thereof credited as of May 1, 1986, under the terms of the predecessor plan.

On or After May 1, 1986: Participation service is credited from the later of May 1, 1986, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Participants on a leave of absence due to layoff will accrue up to two more years of participation service before incurring severance from service.

Participants on a leave of absence due to a non-occupational disability will accrue two more years of participation service before incurring severance from service.

Participants on a leave of absence due to a compensable disability will accrue additional years of participation service while receiving Workers' Compensation.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Benefit Accrual Service:

Prior to May 1, 1986:	All accrued years of service (including fractional portions) with the company from date of hire up to May 1, 1986, under the terms of the predecessor plan.
On or After May 1, 1986:	<p>Benefit accrual service is credited from the later of May 1, 1986, or the date employment commences and ends on the earlier of the day the participant terminates, retires, dies, or reaches the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).</p> <p>Benefit accrual service will be credited for service after a participant reaches his normal retirement date.</p> <p>Participants on a leave of absence due to layoff will accrue up to two more years of benefit accrual service before incurring severance from service.</p> <p>Participants on a leave of absence due to a non-occupational disability will accrue four more years of benefit accrual service before incurring severance from service.</p> <p>Participants on a leave of absence due to a compensable disability will accrue additional years of benefit accrual service while receiving Workers' Compensation.</p>

Accrued Benefit:

A monthly benefit for participants terminating on or after April 1, 1986, equal to \$12.00, which increased to \$12.50 on or after April 1, 1987, and further increased to \$13.00 on or after April 1, 1988, times years of benefit accrual service not in excess of thirty-five years.

Normal Retirement Benefit:

Normal Retirement Date:	The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.
Normal Retirement Benefit:	A monthly benefit payable for life equal to the accrued benefit.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Early Retirement Benefit:

Early Retirement Date:	Any date after the participant reaches age fifty-five and completes at least ten years of participation service.
Early Retirement Benefit:	The accrued benefit reduced on an actuarially equivalent basis for each month that commencement of payments precedes the participant's normal retirement date.

Deferred Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit multiplied by the vesting percent. At the participant's request a reduced benefit may be payable at age fifty-five after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	A monthly benefit equal to the accrued benefit payable for life.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age fifty-five and completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age fifty-five or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.

Normal Form of Payment: Actuarially reduced fifty percent of spouse's benefit if married on the date payments commence; life annuity if single.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan for the
Association of Professional Technical Personnel,
Worthington Compressor Division, Buffalo, New York
(SubPlan 209-5)**

Effective Date of Plan:

Prior Dresser Industries Plan:	February 16, 1985.
Current Plan:	January 1, 1988. Most recently amended January 1, 2006.

Employees Eligible for Participation:

An hourly employee who is represented by the union becomes a participant immediately on February 16, 1985, or, if later, the first of the month following the completion of one year of service.

Participation Service:

Prior to February 16, 1985:	All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.
On or After February 16, 1985:	Participation service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit Accrual Service:

Prior to February 16, 1985:	All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.
On or After February 16, 1985:	Benefit accrual service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Final Average Earnings:

Average of highest five consecutive years out of the last ten years preceding the earlier of date of termination or normal retirement date.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Primary Social Security:

Benefit payable at age sixty-five under the Social Security law in effect at date of termination assuming earnings continue level to age sixty-five.

Accrued Benefit:

A monthly benefit equal to 40% of the participant's final average earnings, provided that if such participant's benefit accrual service does not equal thirty (30) years exactly, such percentage is to be: (i) increased by the product of 1% and the number of years (including fractions) by which the participant's Benefit Accrual Service exceeds thirty (30) years, or (ii) decreased by the product of 1% and the number of years (including fractions) by which the participant's Benefit Accrual Service is less than thirty (30) years. This benefit is then reduced by fifty percent of the monthly age sixty-five primary Social Security benefit. The Social Security offset is reduced for less than thirty years of service by the ratio of benefit accrual service over thirty.

If greater, the accrued benefit is calculated assuming the participant worked to age sixty-five with the same final average earnings multiplied by the ratio of actual years of benefit accrual service at age sixty-five.

The accrued benefit is reduced by forty percent of the excess, if any, of the contributions which the participant was entitled to make had he joined the Plan at his first opportunity over the actual amount of contributions made by the participant.

However, in the case of a participant in the Worthington Corporation Contributory Retirement Plan on December 31, 1969, the monthly retirement pension is not less than 110% of the monthly retirement pension to which the participant would have been entitled under the Worthington Corporation Contributory Retirement Plan and the Worthington Corporation Non-Contributory Pension Plan combined, assuming such Plans, as in effect on December 31, 1969, and the participant's monthly salary on May 1, 1969, had both continued unchanged. If the participant has not made all of the contributions permitted on and after January 1, 1970, such retirement pension is reduced according to the preceding paragraph.

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Benefit:

Normal Retirement Date:

Prior to January 1, 1989: The last day of the month during which a participant reaches age sixty-five.

On or After January 1, 1989: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Early Retirement Benefit:

Early Retirement Date: Any date after the participant reaches age fifty-five and completes at least ten years of participation service.

Early Retirement Benefit: The accrued benefit reduced by one-half percent for each month that commencement of payments precedes the participant's normal retirement date.

Termination Benefit:

Eligibility: 100% vesting after five years of participation service.

Vested Benefit: The accrued benefit multiplied by the vesting percent. At the participant's request a reduced benefit may be payable at age fifty-five after completion of ten years of participation service.

Disability Benefit:

Eligibility: Participants who become totally and permanently disabled after the completion of ten years of participation service.

Disability Benefit: A monthly benefit payable at age sixty-five based on benefit accrual service continuing to age sixty-five and rate of pay continuing level to sixty-five.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Pre-Retirement Death
Benefits:

Upon death or termination prior to the completion of five years of service, accumulated employee contributions are refunded to the employee or beneficiary.

REA Death Benefits:

Spouses Eligible:

Prior to January 1, 1989:

Spouses of participants who die on or after August 23, 1984, with completion of ten years of participation service and who have been married to the participant for at least one year prior to death.

On or After January 1, 1989:

Spouses of participants who die on or after January 1, 1989, with completion of five years of participation service and who have been married to the participant for at least one year prior to death.

Spouse's Benefit:

In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age fifty-five and completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a 50% Surviving Spouse's Form in effect.

In the case of the participant who dies before age fifty-five or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a 50% Surviving Spouse's Form in effect

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age fifty-five and completed ten years of participation service or, if later, on which the participant could have elected to retire.

Return of Contributions:

Upon death or termination prior to the completion of 10 years of service, accumulated employee contributions are refunded to the employee or beneficiary.

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

Participant Contributions: Three percent of the excess of salary over the maximum wages covered under Social Security.

Normal Form of Payment: Actuarially equivalent fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Prior Plan Benefit: All accrued benefits as herein calculated are offset by the accrued benefit as of the acquisition date based on the benefit service at the date of acquisition.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan
for USWA Local #2017, Worthington
Compressor Division, Buffalo, New York
(SubPlan 209-6)**

Effective Date of Plan: January 1, 1989. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union becomes a participant immediately on February 16, 1985 or, if later, upon date of hire.

Participation Service:

Prior to February 16, 1985: All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After February 16, 1985: Participation service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit Accrual Service:

Prior to February 16, 1985: All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After February 16, 1985: Benefit accrual service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Accrued Benefit: A monthly benefit for participants terminating on or after February 16, 1985, but prior to August 16, 1985, equal to \$17.00 which increased to \$18.00 effective August 16, 1985, times years of benefit accrual service not in excess of forty years.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Benefit:

Normal Retirement Date:

Prior to January 1, 1989: The last day of the month during which a participant reaches age sixty-five and completes ten years of participation service.

On or After January 1, 1989: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Full Early Retirement Benefit:

Full Early Retirement Date: Any date after the participant reaches age sixty-two and completes at least twenty years of participation service.

Full Early Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Regular Early Retirement Benefit:

Regular Early Retirement Date: Any date after the participant reaches age sixty and completes at least ten years of participation service.

Regular Early Retirement Benefit: The accrued benefit reduced actuarially for each month that commencement of payments precedes the participant's normal retirement date.

Immediate Termination Benefit:

Eligibility: Completion of ten years of participation service and either attainment of age fifty-five where age plus service is greater than or equal to seventy, or where age plus service is greater than or equal to eighty and termination due to permanent shutdown, layoff or disability.

Immediate Termination Benefit: The accrued benefit plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Deferred Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit multiplied by the vesting percent. At the participant's request a reduced benefit may be payable at age sixty after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	A monthly benefit equal to the greater of the accrued benefit or \$150 plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension. Upon eligibility for an unreduced public pension the \$150 minimum no longer applies.

Special Retirement Benefit:

Eligibility:	In all cases of retirement, except disability retirement and retirement on a deferred vested pension.
Special Retirement Benefit:	A lump sum payment of \$2,050 for retirement prior to August 16, 1985 (increasing to \$2,100 for retirement on or after August 16, 1985) paid within the first full calendar month following the month in which retirement occurs in lieu of the first three months of benefit payments.

Survivor Benefit:

Spouses Eligible:	Spouses of active participants who die after the completion of fifteen years of service or after eligibility for an immediate pension and spouses of retired participants who die prior to age sixty-five.
Spouse's Benefit:	The monthly benefit is equal to (1) fifty percent of the amount of the regular pension paid to a pensioner, or (2) fifty percent of the regular pension amount that would have been payable if the deceased active participant had been age sixty-five and had retired on the date of his death, or (3) if greater, \$140. If the spouse is age sixty-five or more, or later attains age sixty-five, the benefit is reduced by fifty percent of the widow's or widower's unreduced Social Security benefit payable at such age, but the minimum benefit payable after such reduction is \$90.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age sixty and completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a fifty percent surviving spouse's form in effect.

In the case of the participant who dies before age sixty or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a fifty percent surviving spouse's form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age sixty and completed ten years of participation service or, if later, on which the participant could have elected to retire.

If the participant had ten years of participation service before his death, the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following date of death.

Normal Form of Payment: Actuarially reduced fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Prior Plan Benefit: All accrued benefits as herein calculated are offset by the accrued benefit as of the acquisition date based on the benefit service at date of acquisition.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan for Office
and Professional Employees International Union on Behalf
of Local #212, Worthington Compressor Division, Buffalo, New York
(SubPlan 209-7)**

Effective Date of Plan: January 1, 1989. Most recently amended January 1, 2006.

Employees Eligible for Participation An hourly employee represented by the union becomes a participant immediately on February 16, 1985, or, if later, upon date of hire.

Participation Service:

Prior to February 16, 1985: All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After
February 16, 1985: Participation service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit Accrual Service:

Prior to February 16, 1985: All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After
February 16, 1985: Benefit accrual service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Accrued Benefit: A monthly benefit for participants terminating on or after February 16, 1985, but prior to August 16, 1985, equal to \$17.00 which increased to \$18.00 effective August 16, 1985, times years of benefit accrual service not in excess of forty years.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Surviving Retirement Benefit:

Surviving Retirement Date:

Prior to January 1, 1989:	The last day of the month during which a participant reaches age sixty-five and completes ten years of participation service.
On or After January 1, 1989:	The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Surviving Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Full Early Retirement Benefit:

Full Early Retirement Date:	Any date after the participant reaches age sixty-two and completes at least twenty years of participation service.
Full Early Retirement Benefit:	A monthly benefit payable for life equal to the accrued benefit.

Regular Early Retirement Benefit:

Regular Early Retirement Date:	Any date after the participant reaches age sixty and completes ten years of participation service.
Regular Early Retirement Benefits:	The accrued benefit reduced actuarially for each month that commencement of payments precedes the participant's normal retirement date.

Immediate Termination Benefit:

Eligibility:	Completion of ten years of participation service and either attainment of age fifty-five where age plus service is greater than or equal to seventy, or where age plus service is greater than or equal to eighty and termination due to permanent shutdown, layoff or disability.
Immediate Termination Benefit:	The accrued benefit plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Deferred Termination Benefit:

Eligibility:	100% vesting after five years of participation service.
Vested Benefit:	The accrued benefit multiplied by the vesting percent. At the participant's request a reduced benefit may be payable at age sixty after completion of ten years of participation service.

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	A monthly benefit equal to the greater of the accrued benefit or \$150 plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension.

Special Retirement Benefit:

Eligibility:	In all cases of retirement, except disability retirement and retirement on a deferred vested pension.
Special Retirement Benefit:	A lump sum payment of \$2,050 for retirement prior to August 16, 1985, (increasing to \$2,100 for retirement effective August 16, 1985) paid within the first full calendar month following the month in which retirement occurs in lieu of the first three months of benefit payments.

Survivor Benefit:

Spouses Eligible:	Spouses of active participants who die after the completion of fifteen years of service or after eligibility for an immediate pension and spouses of retired participants who die prior to age sixty-five.
Spouse's Benefit:	The monthly benefit is equal to (1) fifty percent of the amount of the regular pension paid to a pensioner, or (2) fifty percent of the regular pension amount that would have been payable if the deceased active participant had been age sixty-five and had retired on the date of his death, or (3) if greater, \$140. If the spouse is age sixty-five or more, or later attains age sixty-five, the benefit is reduced by fifty percent of the widow's or widower's unreduced Social Security benefit payable at such age, but the minimum benefit payable after such reduction is \$90.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age sixty and completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a 50% Surviving Spouse's Form in effect.

In the case of the participant who dies before age sixty or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a 50% Surviving Spouse's Form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age sixty and completed ten years of participation service or, if later, on which the participant could have elected to retire.

If the participant had ten years of participation service before his death, the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following date of death.

Normal Form of Payment:

Actuarially reduced fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Prior Plan Benefit:

All accrued benefits as herein calculated are offset by the accrued benefit as of the acquisition date based on the benefit service at the date of acquisition.

Changes in Plan Provisions:

No changes.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan for
Patternmakers Association, Worthington
Compressor Division, Buffalo, New York
(SubPlan 209-8)**

Effective Date of Plan: January 1, 1989. Most recently amended January 1, 2006.

Employees Eligible for Participation: An hourly employee represented by the union becomes a participant immediately on February 16, 1985, or, if later, upon date of hire.

Participation Service:

Prior to February 16, 1985 All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After February 16, 1985: Participation service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Benefit Accrual Service:

Prior to February 16, 1985: All accrued years of service and fractions thereof credited as of February 16, 1985, under the terms of the predecessor plan.

On or After February 16, 1985: Benefit accrual service is credited from the later of February 16, 1985, or the date employment commences and ends on the earlier of the day the participant terminates, retires, or dies, or the first anniversary of the first day of a period of absence (or the day after the last day of an authorized absence).

Accrued Benefit: A monthly benefit for participants terminating on or after February 16, 1985, but prior to August 16, 1985, equal to \$17.00 which increased to \$18.00 effective August 16, 1985, times years of benefit accrual service not in excess of forty years.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Benefit:

Normal Retirement Date: The last day of the month during which a participant reaches age sixty-five and completes five years of participation service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued benefit.

Full Early Retirement Benefit:

Full Early Retirement Date: Any date after the participant reaches age sixty-two and completes at least twenty years of participation service.

Full Early Retirement Benefit: A monthly benefit payable for life equal to the Retirement Benefit accrued benefit.

Regular Early Retirement Benefit:

Regular Early Retirement Date: Any date after the participant reaches age sixty and completes at least ten years of participation service.

Regular Early Retirement Benefit: The accrued benefit reduced actuarially for each month commencement of payments precedes the participant's normal retirement date.

Immediate Termination Benefit:

Eligibility: Completion of ten years of participation service and either attainment of age fifty-five where age plus service is greater than or equal to seventy, or where age plus service is greater than or equal to eighty and termination due to permanent shutdown, layoff or disability.

Immediate Termination Benefit: The accrued benefit plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension.

Deferred Termination Benefit:

Eligibility: 100% vesting after five years of participation service.

Vested Benefit: The accrued benefit multiplied by the vesting percent. At the participant's request a reduced benefit may be payable at age sixty after completion of ten years of participation service.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Disability Benefit:

Eligibility:	Participants who become totally and permanently disabled after the completion of ten years of participation service.
Disability Benefit:	A monthly benefit equal to the greater of the accrued benefit or \$150 plus a temporary benefit equal to \$100 per month payable until the participant becomes eligible for an unreduced public pension. Upon eligibility for an unreduced public pension, the \$150 minimum no longer applies.

Special Retirement Benefit:

Eligibility:	In all cases of retirement, except disability retirement and retirement on a deferred vested pension.
Special Retirement Benefit:	A lump sum payment of \$2,050 for retirement prior to August 16, 1985, which increased to \$2,100 for retirement on or after August 16, 1985, paid within the first full calendar month following the month in which retirement occurs in lieu of the first three months of benefit payments.

Survivor Benefit:

Spouses Eligible:	Spouses of active participants who die after the completion of fifteen years of service or after eligibility for an immediate pension and spouses of retired participants who die prior to age sixty-five.
Spouse's Benefit:	The monthly benefit is equal to (1) fifty percent of the amount of the regular pension paid to a pensioner, or (2) fifty percent of the regular pension amount that would have been payable if the deceased active participant had been age sixty-five and had retired on the date of his death, or (3) if greater, \$140. If the spouse is age sixty-five or more, or later attains age sixty-five, the benefit is reduced by fifty percent of the widow's or widower's unreduced Social Security benefit payable at such age, but the minimum benefit payable after such reduction is \$90.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

REA Death Benefits:

Spouses Eligible: Spouses of participants who die with completion of five years of participation service.

Spouse's Benefit: In the case of the participant who dies (i) after age sixty-five or (ii) after attaining age sixty and completing ten years of participation service, an amount which would have been payable to the participant's spouse had the participant retired on the day before his death with a 50% Surviving Spouse's Form in effect.

In the case of the participant who dies before age sixty or before completing ten years of participation service, an amount which would have been payable to the spouse had the participant terminated on the earlier of his actual termination date or his date of death, survived to the earliest age at which the participant could have elected to retire, retired at such age, and died the following day with a 50% Surviving Spouse's Form in effect.

The benefit commences the first day of the month coincident with or next following the date on which the participant dies if the participant had attained age sixty-five or attained age sixty and completed ten years of participation service or, if later, on which the participant could have elected to retire.

If the participant had ten years of participation service before his death, the spouse's pension shall be no less than \$100 per month. In addition, the spouse shall begin receiving a \$100 per month pension beginning on the first day of the month following date of death.

Normal Form of Payment: Actuarially reduced fifty percent spouse's benefit if married on the date payments commence; life annuity if single.

Prior Plan Benefit: All accrued benefits as herein calculated are offset by the accrued benefit as of the acquisition date based on the benefit service at the date of acquisition.

Changes in Plan Provisions: No changes.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

**Dresser-Rand Company Pension Plan
for Salaried and Union-Free Hourly Employees
(SubPlan 210)**

Effective Date of Plan: January 1, 1989. Most recently amended January 1, 2006.

Employees Covered: Any Employee with the following exceptions:

A. Non-resident aliens
B. Collective bargaining unit employees who have not negotiated for the plan

Eligibility: Employees are included in the plan on the first of the month coincident with or next following completion of one year of service. There will be no new entrants into the plan after March 31, 1998.

Final Average Compensation (FAC): The average of pensionable earnings for the highest paid seventy-two consecutive months out of the last 120 months worked.

Years of Credited Service: Years of credited service include all years of employment in a position covered by this plan, up to thirty-five years, including recognized past service with a partner company. For participation before January 1, 1987, in certain Dresser Industries plans for union-free hourly employees, the salary benefit formula includes only service after December 31, 1986. The \$19.00 monthly benefit multiplier applies for service before January 1, 1987. All benefits were frozen as of March 31, 1998.

Social Security Retirement Age: The government specifies Social Security retirement age which depends on year of birth shown in the following table:

	Born Before 1938	Born 1938-1954	Born After 1954
Social Security Retirement Age	65	66	67

Covered Compensation (CC): This is the thirty-five-year average of Social Security taxable wage bases ending with the year the participant reaches eligibility for full Social Security retirement benefits (i.e., Social Security retirement age).

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Normal Retirement Date:

The first day of the month coincident with or next following the participant's sixty-fifth birthday.

Normal Retirement
Pension:

Benefit Formula:

.0075 x FAC up to CC x Credited Service
plus
.015 x FAC over CC x Credited Service

No more than 35 years of Credited Service is taken into account under this formula.

If the participant's Social Security retirement age is sixty-six and he retires at age sixty-five, the .015 in the formula changes to .0145. If the participant's Social Security Retirement Age is sixty-seven and he retires at age sixty-five, the .015 changes to .014.

If greater, the benefit accrued as of December 31, 1989, under the formulas in effect before January 1, 1990, is payable. For certain highly compensated employees, the accrued benefit as of December 31, 1988, is used rather than the accrued benefit as of December 31, 1989.

If the participant was covered under certain Dresser Industries plans for union-free hourly employees and participated on January 1, 1987, the \$19.00 monthly benefit multiplier applies for service before January 1, 1987, subject to the maximum thirty years of credited service.

Offsets:

The benefit amounts accrued under the respective Dresser and Ingersoll-Rand retirement plans up to December 31, 1986, will be offset from the above pension benefit amount at the participant's normal retirement date. This offset will be paid by the respective partner company plan.

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

Early Retirement Pension:

A participant is eligible for an early retirement pension, if he has earned at least nine (9) years of service and reached age 55.

The early retirement benefit is determined the same way the normal retirement benefit is determined, but is reduced according to the factors below:

Retirement Age	Factor to be Applied to Accrued Benefit
65	1.0000
64	0.9069
63	0.8248
62	0.7522
61	0.6877
60	0.6302
59	0.5788
58	0.5327
57	0.4912
56	0.4538
55	0.4199

Late Retirement:

Any employee who is not an executive class employee may continue in employment after his normal retirement date and receive a monthly pension at his late retirement date based on the normal retirement benefit formula and based on final average compensation at retirement.

Disability Benefit:

If the participant is covered by the company's Long-Term Disability Program, he will continue to accrue at full rate based on compensation at time of disablement. Pension commences at age sixty-five.

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

Pre-Retirement
Death Benefit:

1. If Eligible for Early Retirement at Time of Death:
Spouse receives a monthly income equal to fifty percent of the amount the participant would have received had the retirement occurred the day before death with a fifty percent joint and survivor option in effect.
 2. If Vested but not Eligible for Early Retirement:
Spouse receives a monthly income (beginning when the participant could have first retired) equal to fifty percent of the amount the participant would have received, based on accrued benefit at time of death, had the participant retired when first eligible with a fifty percent joint and survivor option in effect.
-

Termination of Service:

A termination with less than five years of service is due no benefit. The benefit is 100% vested after five years of vesting service. Service recognized by the parent company before the effective date of this plan counts toward vesting. If the vested benefit is payable before age sixty-five, the benefit is reduced according to the factors that apply to early retirement.

Normal Form of Pension:

For married participants, pension payable automatically on an actuarially reduced fifty percent joint and survivor basis to those married at retirement. Life only for single participants.

Optional Forms of Pension:

Joint and Survivor, guaranteed period, level income mandatory lump sum option is paid only if the present value of the benefit is less than \$5,000.

Employee Contributions:

No employee contributions are required or permitted.

Changes in Plan Provisions:

No changes.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Dresser-Rand Company
Tuthill Plans
(Sub Plans 211 and 212)

Effective Date of Plan: January 1, 2006. Most recently amended June 6, 2010.

Employee Eligibility for one Participation: An employee represented by the union becomes a participant after year of service.

Vesting Service: An employee will earn one year of Vesting Service for each calendar year in which he completes 1,000 or more hours of service. If an Employee completes less than 1,000 hours of service in a calendar year, he will earn one-tenth (1/10th) of a year of Vesting Service for each full 180 hours of service completed during the year.

Credited Service: A Participant will earn one year of Credited Service for each calendar year in which he completes 1,800 or more hours of service. If a Participant completes less than 1,800 hours of service in a calendar year, he earns one-tenth (1/10th) of a year of Credited Service for each full 180 hours of service completed during the year. In no case, however, shall a Participant receive more that one full year of Credited Service for any full or partial calendar year of employment.

Accrued Benefit: The monthly accrued retirement benefit of a participant shall be determined according to (a) or (b) below minus (c):

- (a) For the Millbury location an amount equal to
 - (i) Benefit Accrual Rate multiplied by the employees full years and tenths of a year of credited service. Benefit Accrual Rate is determined from the following table based on date of termination.

Date of Termination	Benefit Accrual Rate
1/1/2003 and thereafter	\$27.50

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619 / 002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Accrued Benefit: (cont'd)

(b) For the Tuthill, Burlington location, an amount equal to

- (i) Benefit Accrual Rate multiplied by the employees full years and tenths of a year of credited service. Benefit Accrual Rate is determined from the following table based on date of termination.

Date of Termination	Benefit Accrual Rate
6/11/2003 to 6/10/2004	\$29.50
6/11/2004 to 6/10/2005	\$30.50
6/11/2005 to 6/10/2006	\$31.50
6/11/2006 to 6/10/2012	\$35.50
6/11/2012 and thereafter	\$36.50

(c) Benefits earned prior to date of acquisition of Tuthill by Dresser-Rand Company.

Normal Retirement Benefit:

Normal Retirement Date: The later of a participant's sixty-fifth birthday, and the completion of five years of Vesting Service.

Normal Retirement Benefit: A monthly benefit payable for life equal to the accrued vesting benefit, or a 50% Joint and Survivor if married.

Early Retirement Benefit:

Early Retirement Eligibility Date: A Participant shall be eligible for an Early Retirement Pension if his employment is terminated on or after his 55th birthday and after he has completed five or more years of Vesting Service.

Early Retirement Date: The Pension Commencement Date for an Early Retirement Pension shall be the first day of the month coinciding with or next following the date of the Participant's Retirement.

Early Retirement Benefit: For Milburry participants, an amount equal to the Accrued Benefit reduced by 1/2 of 1% for each month the Early Retirement Date precedes the participants Normal Retirement Date, paid as a single-life annuity.
For Burlington participants, an amount equal to the Accrued Benefit reduced by 2/12th of 1% for first 36 months and 5/12th of 1% for next 84 months that the Early Retirement date precedes the participants Normal Retirement Date, paid as a single life annuity.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619 / 002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Pre-Retirement Death Benefit:

An eligible spouse is entitled to the vested portion of the pre-retirement survivor pension commencing on the first day of the month following or coincident with the later of the participants date of death or the date the participant would have attained age 55. The Pre-Retirement survivor Pension payable to an eligible spouse is equal to the amount of pension the eligible spouse would have been entitled to receive had the participant terminated / retired immediately preceding his death and commenced a Normal or Early Retirement pension as of applicable on the later of the date of the participants death or the date the participant would have attained age 55 under the 50% Joint and Survivor Pension option.

Post-Retirement Death Benefit

The Beneficiary of the participant shall receive benefits in accordance with participants previously elect retirement option.

Termination Benefit:

Eligibility: 100% vesting after five years of vesting service.

Vested Benefit: The vested benefit shall be payable commencing on the first day of any month within the ten (10) year period preceding the participant's Normal Retirement Date. See Early Retirement benefit for respective reduction factors.

Disability Benefit:

Eligibility: Participants who become totally and permanently disabled after the completion of ten years of vesting service.

Disability Benefit: Payment of a Disability Benefit shall commence as of the first day of the month coinciding with or next following the expiration of 26 weeks following the onset of Disability ("Disability Retirement Date").

The disability benefit shall be based on a single-life annuity equal to the participant's accrued benefit determined as of his disability retirement, reduced by an amount equal to the value of any other payments made directly or indirectly at the expense of the employer to or on behalf of the participant in connection with his disability.

Changes in Plan Provisions

As of June 6, 2010, the Burlington benefit multiplier was increased by \$1 effective in the final year of the contract (June 11, 2012).

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619 / 002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Potash Corporation of Saskatchewan, Inc.	Common Stock - 2,500 shares	\$ 111,172	\$ 101,725
	Tim Hortons Inc.	Common Stock - 500 shares	26,237	24,590
	Jazz Pharmaceuticals Plc	Common Stock - 1,940 shares	95,826	103,208
	Aercap Holdings N.V.	Common Stock - 4,400 shares	55,154	60,368
	Abbott Laboratories	Common Stock - 7,600 shares	424,120	497,800
	Abbvie, Inc.	Common Stock - 800 shares	27,153	27,328
	Abiomed, Inc.	Common Stock - 2,688 shares	58,833	36,180
	Accenture Plc	Common Stock - 3,300 shares	166,123	219,450
	ADT Corp.	Common Stock - 700 shares	47,352	32,543
	The AES Corporation	Common Stock - 23,700 shares	262,854	253,590
	Affymax, Inc.	Common Stock - 2,150 shares	50,151	40,850
	Agilent Technologies, Inc.	Common Stock - 2,300 shares	79,130	94,162
	Air Products & Chemicals, Inc.	Common Stock - 800 shares	68,329	67,216
	Akamai Technologies, Inc.	Common Stock - 1,500 shares	48,573	61,365
	Alexion Pharmaceuticals, Inc.	Common Stock - 1,400 shares	132,955	131,334
	Alkermes Plc	Common Stock - 6,490 shares	122,767	120,195
	Allegiant Travel Company	Common Stock - 1,080 shares	57,702	79,283
	Allergan, Inc.	Common Stock - 1,400 shares	69,980	128,422
	Alliant Energy Corporation	Common Stock - 5,700 shares	218,243	250,287
	Allstate Corporation	Common Stock - 7,400 shares	221,886	297,258
	Altria Group, Inc.	Common Stock - 6,000 shares	119,956	188,520
	Amazon.com, Inc.	Common Stock - 2,000 shares	125,242	502,280
	Amdocs Ltd.	Common Stock - 5,700 shares	165,205	193,743
	American Electric Power Company, Inc.	Common Stock - 2,900 shares	117,673	123,772
	Amerco Company	Common Stock - 308 shares	37,464	39,057
	American Express Company	Common Stock - 3,600 shares	157,693	206,928
	American Tower Corporation	Common Stock - 3,700 shares	229,265	285,899
	Ameriprise Financial, Inc.	Common Stock - 2,500 shares	141,478	156,575
	Amerisourcebergen Corporation	Common Stock - 1,500 shares	51,267	64,770
	Amgen, Inc.	Common Stock - 3,400 shares	225,262	293,488
	Amsurg Corporation	Common Stock - 5,050 shares	120,021	151,551
	Anadarko Petroleum Corp.	Common Stock - 2,600 shares	167,686	193,206
	Annie's Inc.	Common Stock - 2,640 shares	106,082	88,255
	Apache Corporation	Common Stock - 3,000 shares	271,960	235,500
	Apple, Inc.	Common Stock - 4,500 shares	829,609	2,398,635
	Applied Materials, Inc.	Common Stock - 10,100 shares	118,610	115,544
	Archer-Daniels-Midland Company	Common Stock - 4,400 shares	127,619	120,516
	Ascena Retail Group Inc.	Common Stock - 4,000 shares	76,902	73,960
	Aspen Insurance Holdings	Common Stock - 5,600 shares	154,925	179,648
	Aspen Technologies, Inc.	Common Stock - 4,630 shares	76,640	127,973
	AT&T, Inc.	Common Stock - 30,245 shares	912,915	1,019,559
	Atmel Corporation	Common Stock - 13,200 shares	120,375	86,460
	Autodesk, Inc.	Common Stock - 6,000 shares	180,511	212,100
	Automatic Data Processing, Inc.	Common Stock - 2,900 shares	126,436	165,329
	Autozone, Inc.	Common Stock - 400 shares	77,306	141,772
	Auxilium Pharmaceuticals, Inc.	Common Stock - 3,570 shares	72,661	66,152
	Avalonbay Communities, Inc.	Common Stock - 600 shares	84,183	81,354
	Avis Budget Group Inc.	Common Stock - 3,800 shares	52,882	75,316
	Avon Products, Inc.	Common Stock - 7,200 shares	195,117	103,392
	Baker Hughes, Inc.	Common Stock - 1,241 shares	70,153	50,682

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Ball Corp	Common Stock - 1,500 shares	\$ 62,895	\$ 67,125
	Bank of America Corporation	Common Stock - 57,972 shares	575,648	672,475
	Bankrate Inc.	Common Stock - 7,087 shares	134,270	88,233
	Barnes & Noble Inc.	Common Stock - 5,600 shares	84,766	84,504
	Baxter International, Inc.	Common Stock - 2,900 shares	150,959	193,314
	Beacon Roofing Supply, Inc.	Common Stock - 2,600 shares	50,199	86,528
	Berkshire Hathaway, Inc.	Common Stock - 3,100 shares	233,844	278,070
	Biogen Idec, Inc.	Common Stock - 1,400 shares	114,687	205,338
	Bioscrip Inc.	Common Stock - 9,440 shares	67,963	101,669
	Blue Nile, Inc.	Common Stock - 1,418 shares	52,839	54,593
	Boeing Company	Common Stock - 5,900 shares	389,432	444,624
	Broadcom Corporation	Common Stock - 3,100 shares	107,023	102,951
	Broadsoft, Inc.	Common Stock - 3,250 shares	110,135	118,073
	Boston Properties Inc.	Common Stock - 300 shares	33,926	31,743
	C. H. Robinson Worldwide, Inc.	Common Stock - 800 shares	40,320	50,576
	C. R. Bard, Inc.	Common Stock - 500 shares	37,262	48,870
	Cablevision Systems Corp.	Common Stock - 10,100 shares	143,814	150,894
	Caci International, Inc.	Common Stock - 2,600 shares	139,632	143,078
	Calpine Corporation	Common Stock - 4,700 shares	54,219	85,211
	Cameron International Corporation	Common Stock - 2,400 shares	115,064	135,504
	Capital One Financial Corporation	Common Stock - 5,300 shares	299,536	307,029
	Cardtronics, Inc.	Common Stock - 4,090 shares	101,571	97,097
	Carmax, Inc.	Common Stock - 7,900 shares	244,832	296,566
	Carnival Corporation	Common Stock - 5,800 shares	217,332	213,266
	Cash America Investments, Inc.	Common Stock - 4,100 shares	166,984	162,647
	Caterpillar, Inc.	Common Stock - 800 shares	72,043	71,664
	Celanese Corporation	Common Stock - 2,400 shares	99,323	106,872
	Celgene Corporation	Common Stock - 1,400 shares	70,152	110,208
	Centerpoint Energy, Inc.	Common Stock - 14,000 shares	239,787	269,500
	Chemed Corporation	Common Stock - 1,200 shares	72,999	82,308
	Chevron Corporation	Common Stock - 8,500 shares	649,751	919,190
	Chipotle Mexican Grill, Inc.	Common Stock - 400 shares	108,953	118,984
	Chubb Corporation	Common Stock - 2,600 shares	130,065	195,832
	Churchill Downs Incorporation	Common Stock - 3,900 shares	230,130	259,155
	Cimarex Energy Company	Common Stock - 700 shares	58,780	40,411
	Cintas Corporation	Common Stock - 900 shares	25,118	36,810
	Cisco Systems, Inc.	Common Stock - 18,400 shares	370,786	361,560
	Citigroup, Inc.	Common Stock - 7,100 shares	272,945	280,876
	Clearwater Paper Corporation	Common Stock - 700 shares	23,781	27,412
	CME Group, Inc.	Common Stock - 2,800 shares	157,583	141,988
	CMS Energy Corporation	Common Stock - 14,700 shares	291,877	358,386
	Coca Cola Company	Common Stock - 15,700 shares	362,037	569,125
	Coca Cola Enterprises, Inc.	Common Stock - 5,100 shares	131,674	161,823
	Cohen & Steers, Inc.	Common Stock - 3,320 shares	113,084	101,160
	Coinstar, Inc.	Common Stock - 2,900 shares	139,241	150,829
	Colgate-Palmolive Company	Common Stock - 1,700 shares	123,966	177,718
	Comcast Corporation	Common Stock - 9,100 shares	181,901	340,158
	Commvault Systems Inc.	Common Stock - 1,270 shares	66,374	88,532
	Conceptus Inc.	Common Stock - 5,630 shares	77,970	118,286
	ConocoPhillips	Common Stock - 2,000 shares	115,767	115,980

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Consol Energy, Inc.	Common Stock - 2,200 shares	\$ 84,480	\$ 70,620
	Cooper Tire & Rubber Co.	Common Stock - 8,250 shares	150,979	209,220
	Corporate Executive Board Company	Common Stock - 1,550 shares	59,161	73,563
	Costar Group, Inc.	Common Stock - 1,360 shares	98,659	121,543
	Covidien Plc	Common Stock - 2,400 shares	107,577	138,576
	Crown Castle International Corporation	Common Stock - 2,200 shares	87,395	158,752
	Crown Holdings, Inc.	Common Stock - 4,500 shares	145,133	165,645
	CSX Corporation	Common Stock - 5,300 shares	109,564	104,569
	Cubist Pharmaceuticals, Inc.	Common Stock - 2,700 shares	63,096	113,562
	Cummins, Inc.	Common Stock - 2,400 shares	224,735	260,040
	CVS Caremark Corporation	Common Stock - 4,369 shares	134,757	211,241
	Cyberonics, Inc.	Common Stock - 1,610 shares	60,623	84,573
	Dana Holdings Corporation	Common Stock - 6,700 shares	105,975	104,587
	Danaher Corporation	Common Stock - 7,600 shares	319,231	424,840
	Dealertrack Holdings, Inc.	Common Stock - 4,270 shares	100,446	122,634
	Deere & Company	Common Stock - 1,600 shares	124,823	138,272
	Dell, Inc.	Common Stock - 36,200 shares	545,619	366,706
	Delphi Automotive Plc	Common Stock - 2,900 shares	97,784	110,925
	Demand Media, Inc.	Common Stock - 8,818 shares	80,565	81,919
	Dentsply International, Inc.	Common Stock - 3,900 shares	131,894	154,479
	Devon Energy Corporation	Common Stock - 2,500 shares	178,749	130,100
	Devry, Inc.	Common Stock - 2,000 shares	81,835	47,460
	DFC Global Corp.	Common Stock - 1,546 shares	28,562	28,616
	Digital Globe, Inc.	Common Stock - 4,100 shares	82,048	100,204
	Diodes, Inc.	Common Stock - 5,070 shares	101,922	87,965
	Directv	Common Stock - 2,100 shares	95,237	105,336
	Discover Financial Services	Common Stock - 1,300 shares	22,756	50,115
	Discovery Communications, Inc.	Common Stock - 1,400 shares	32,262	81,900
	Dolby Laboratories, Inc.	Common Stock - 5,100 shares	191,337	149,583
	Dollar General Corporation	Common Stock - 200 shares	6,450	8,818
	Dollar Tree, Inc.	Common Stock - 2,300 shares	91,726	93,288
	Dominion Resources, Inc.	Common Stock - 1,400 shares	71,313	72,520
	Domtar Corporation	Common Stock - 1,100 shares	92,286	91,872
	Dow Chemical Company	Common Stock - 2,400 shares	68,127	77,568
	Dr. Pepper Snapple Group, Inc.	Common Stock - 2,700 shares	102,681	119,286
	Drill-Quip, Inc.	Common Stock - 1,720 shares	120,334	125,646
	Dun & Bradstreet Corp.	Common Stock - 2,100 shares	161,427	165,165
	Eagle Materials, Inc.	Common Stock - 1,750 shares	61,851	102,375
	Ebay, Inc.	Common Stock - 5,300 shares	210,119	270,406
	Ebix Inc.	Common Stock - 3,600 shares	56,953	57,852
	EchoStar Corporation	Common Stock - 4,800 shares	125,102	164,256
	Echolab, Inc.	Common Stock - 4,100 shares	269,401	294,790
	Edwards Lifesciences Corporation	Common Stock - 1,200 shares	100,268	108,204
	Eli Lilly & Co.	Common Stock - 4,000 shares	158,594	197,280
	Elizabeth Arden, Inc.	Common Stock - 2,140 shares	62,043	96,321
	EMC Corporation	Common Stock - 7,900 shares	145,251	199,870
	Emcor Group, Inc.	Common Stock - 2,820 shares	75,428	97,600
	Emerson Electric Company	Common Stock - 2,100 shares	100,884	111,216
	Emulex Corp.	Common Stock - 11,500 shares	100,339	83,950
	Endo Health Solutions, Inc.	Common Stock - 8,800 shares	267,819	231,176

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Energizer Holdings, Inc.	Common Stock - 1,300 shares	\$ 88,963	\$ 103,974
	Energy XXI	Common Stock - 6,810 shares	203,819	219,214
	Entegris Inc.	Common Stock - 11,090 shares	103,756	101,806
	Entergy Corporation	Common Stock - 3,200 shares	243,415	204,000
	Entropic Communications, Inc.	Common Stock - 14,800 shares	76,460	78,292
	Epam Systems Inc.	Common Stock - 4,917 shares	92,464	88,998
	EQT Corporation	Common Stock - 1,000 shares	42,917	58,980
	Everest RE Group, Ltd.	Common Stock - 1,700 shares	166,625	186,915
	Exelon Corporation	Common Stock - 3,600 shares	167,099	107,064
	Expeditors International of Washington, Inc.	Common Stock - 900 shares	34,203	35,595
	Express Scripts, Inc.	Common Stock - 5,182 shares	300,358	279,828
	Exxon Mobil Corporation	Common Stock - 20,879 shares	1,421,450	1,807,077
	Fastenal Company	Common Stock - 1,600 shares	38,200	74,704
	Fedex Corporation	Common Stock - 2,200 shares	178,023	201,784
	Fidelity National Information Services, Inc.	Common Stock - 3,600 shares	71,849	84,780
	First American Financial Corporation	Common Stock - 4,161 shares	78,178	100,238
	First Republic Bank San Francisco Calif	Common Stock - 6,400 shares	185,055	209,792
	Firstenergy Corporation	Common Stock - 2,968 shares	116,934	123,944
	Fleetcor Technologies, Inc.	Common Stock - 1,200 shares	42,968	64,380
	FMC Technologies, Inc.	Common Stock - 2,700 shares	59,126	115,641
	Forward Air Corp.	Common Stock - 3,260 shares	109,319	114,133
	Fossil Inc.	Common Stock - 1,000 shares	91,278	93,100
	Francescas Holdings Corp.	Common Stock - 3,800 shares	116,180	98,648
	Freeport-McMoran Copper & Gold, Inc.	Common Stock - 3,906 shares	119,930	133,585
	Franklin Resources, Inc.	Common Stock - 1,100 shares	123,560	138,270
	FTI Consulting, Inc.	Common Stock - 5,100 shares	175,684	168,300
	Gamestop Corporation	Common Stock - 4,100 shares	80,779	102,869
	General Motors Company	Common Stock - 6,300 shares	193,893	181,629
	General Electric Company	Common Stock - 40,100 shares	845,653	841,699
	General Growth Properties, Inc.	Common Stock - 2,500 shares	35,037	49,625
	General Mills, Inc.	Common Stock - 6,300 shares	228,568	254,583
	Genesco, Inc.	Common Stock - 2,170 shares	107,383	119,350
	Gentherm Inc.	Common Stock - 9,529 shares	137,644	126,736
	Gilead Sciences, Inc.	Common Stock - 5,200 shares	200,049	381,940
	Global Cash Access Holdings, Inc.	Common Stock - 10,900 shares	48,648	85,456
	Global Payments, Inc.	Common Stock - 4,400 shares	208,438	199,320
	Goldman Sachs Group, Inc.	Common Stock - 3,000 shares	374,279	382,680
	Google, Inc.	Common Stock - 1,340 shares	569,925	950,556
	Grainger W W Inc.	Common Stock - 200 shares	36,500	40,474
	Grand Canyon Education Inc.	Common Stock - 4,284 shares	104,303	100,545
	Green Mountain Coffee Roasters	Common Stock - 1,700 shares	47,684	70,312
	Greenhill & Co., Inc.	Common Stock - 2,036 shares	98,643	105,852
	GT Advanced Technologies, Inc.	Common Stock - 24,500 shares	135,209	73,990
	H & R Block, Inc.	Common Stock - 8,900 shares	134,538	165,273
	Hain Celestial Group, Inc.	Common Stock - 1,800 shares	60,478	97,596
	Hanover Insurance Group, Inc.	Common Stock - 5,000 shares	199,601	193,700
	Harley Davidson	Common Stock - 2,500 shares	91,245	122,100
	Harman International Industries, Inc.	Common Stock - 1,000 shares	41,344	44,640
	Hasbro, Inc.	Common Stock - 2,100 shares	81,318	75,390
	HCA Holdings, Inc.	Common Stock - 2,800 shares	74,625	84,476

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value	
HCC Insurance Holdings, Inc.	Common Stock - 4,500 shares	\$ 127,475	\$ 167,445	
Healthcare Svcs Group, Inc.	Common Stock - 4,730 shares	100,937	109,878	
Heico, Corporation	Common Stock - 1,350 shares	55,302	60,426	
Helix Energy Solutions Group, Inc.	Common Stock - 4,500 shares	81,300	92,880	
Henry Jack & Associates, Inc.	Common Stock - 3,000 shares	99,541	117,780	
Herbalife Ltd.	Common Stock - 1,100 shares	44,604	36,234	
Hercules Offshore, Inc.	Common Stock - 20,810 shares	99,886	128,606	
Hess Corporation	Common Stock - 3,000 shares	171,336	158,880	
HFF, Inc.	Common Stock - 4,684 shares	55,619	69,792	
HHGregg Inc.	Common Stock - 4,000 shares	29,169	28,080	
HNI Corp.	Common Stock - 3,207 shares	92,859	96,402	
Hollyfrontier Corp.	Common Stock - 2,600 shares	78,523	121,030	
Home Depot, Inc.	Common Stock - 5,800 shares	236,343	358,730	
Honeywell International, Inc.	Common Stock - 4,400 shares	198,309	279,268	
Hornbeck Offshore Services, Inc.	Common Stock - 2,960 shares	92,317	101,646	
Hospira, Inc.	Common Stock - 400 shares	17,060	12,496	
Iconix Brand Group, Inc.	Common Stock - 5,700 shares	97,004	127,224	
ICU Medical, Inc.	Common Stock - 1,390 shares	55,899	84,693	
Idacorp, Inc.	Common Stock - 5,900 shares	230,993	255,765	
Impax Laboratories, Inc.	Common Stock - 5,650 shares	123,063	115,769	
Ingersoll-Rand Plc	Common Stock - 3,700 shares	134,288	177,452	
Intel Corporation	Common Stock - 14,400 shares	353,257	297,072	
Intercontinental Exchange Inc.	Common Stock - 700 shares	92,040	86,667	
International Business Machines Corporation	Common Stock - 2,800 shares	302,618	536,340	
Interpublic Group Companies, Inc.	Common Stock - 18,300 shares	198,060	201,666	
Interval Leisure Group, Inc.	Common Stock - 5,450 shares	100,289	105,676	
International Paper Company	Common Stock - 3,500 shares	110,010	139,440	
Intuitive Surgical Inc.	Common Stock - 100 shares	53,123	49,037	
Invensense, Inc.	Common Stock - 10,082 shares	130,098	112,011	
Invesco, Ltd	Common Stock - 8,100 shares	174,898	211,329	
Iron Mountain, Inc.	Common Stock - 2,500 shares	84,601	77,625	
Ixia Communications	Common Stock - 7,155 shares	113,093	121,492	
Jack in the Box, Inc.	Common Stock - 4,700 shares	122,691	134,420	
Johnson & Johnson	Common Stock - 10,300 shares	630,468	722,030	
Johnson Control, Inc.	Common Stock - 3,400 shares	82,335	104,380	
JPMorgan Chase & Company	Common Stock - 17,400 shares	633,125	765,078	
Juniper Networks, Inc.	Common Stock - 5,500 shares	122,745	108,185	
J2 Global, Inc.	Common Stock - 3,342 shares	102,728	102,198	
Kellogg Company	Common Stock - 5,200 shares	253,607	290,420	
Kemet Corp.	Common Stock - 12,100 shares	105,181	60,863	
Kla-Tencor Corp.	Common Stock - 1,600 shares	83,130	76,416	
Kodiak Oil & Gas Corporation	Common Stock - 12,720 shares	95,608	112,572	
Kohls Corporation	Common Stock - 5,400 shares	261,008	232,092	
Kraft Foods, Inc.	Common Stock - 1,806 shares	49,403	82,119	
Kroger Company	Common Stock - 6,300 shares	136,021	163,926	
Kulicke & Soffa Industries, Inc.	Common Stock - 9,900 shares	100,156	118,701	
Lam Research Corporation	Common Stock - 4,400 shares	174,149	158,972	
Las Vegas Sands Corporation	Common Stock - 4,500 shares	187,714	207,720	
Lattice Semiconductor Corp.	Common Stock - 26,190 shares	153,520	104,498	
Leapfrog Enterprises, Inc.	Common Stock - 12,190 shares	108,668	105,200	

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)
December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Lear Corp.	Common Stock - 2,700 shares	\$ 121,272	\$ 126,468
	Lennar Corporation	Common Stock - 1,800 shares	32,624	69,606
	Lexmark International, Inc.	Common Stock - 5,700 shares	153,481	132,183
	Life Technologies Corporation	Common Stock - 800 shares	34,581	39,264
	Liquidity Services, Inc.	Common Stock - 2,540 shares	98,116	103,784
	Lithia Motors, Inc.	Common Stock - 2,870 shares	57,559	107,395
	Live Nation Entertainment Inc.	Common Stock - 5,900 shares	51,899	54,929
	Loews Corporation	Common Stock - 2,200 shares	74,385	89,650
	Lowes Companies, Inc.	Common Stock - 2,300 shares	72,320	81,696
	Macy's, Inc.	Common Stock - 3,600 shares	74,291	140,472
	Markel Corporate Holdings Company	Common Stock - 300 shares	105,345	130,026
	Marsh & McLennan Companies, Inc.	Common Stock - 4,600 shares	118,175	158,562
	Martin Marietta Materials, Inc.	Common Stock - 1,100 shares	95,416	103,708
	Mastercard, Inc.	Common Stock - 600 shares	136,846	294,768
	McDonalds Corporation	Common Stock - 3,200 shares	211,165	282,272
	McDermott International, Inc.	Common Stock - 1,700 shares	22,538	18,734
	McGraw-Hill Companies	Common Stock - 1,400 shares	64,545	76,538
	McKesson Corporation	Common Stock - 1,800 shares	104,574	174,528
	Medassets, Inc.	Common Stock - 6,036 shares	106,290	101,224
	Medicines Company	Common Stock - 3,830 shares	72,266	91,805
	Mednax, Inc.	Common Stock - 2,400 shares	159,812	190,848
	Men's Warehouse, Inc.	Common Stock - 3,007 shares	101,493	93,698
	Mentor Graphics Corporation	Common Stock - 8,870 shares	118,871	150,967
	Merck & Company, Inc.	Common Stock - 13,767 shares	435,030	563,621
	Metlife, Inc.	Common Stock - 8,000 shares	315,384	263,520
	MFA Financial, Inc.	Common Stock - 26,900 shares	203,419	218,159
	Michael Kors Holdings, Ltd.	Common Stock - 1,100 shares	60,760	56,133
	Micron Technology, Inc.	Common Stock - 11,000 shares	67,509	69,850
	Microsoft Corporation	Common Stock - 38,500 shares	964,938	1,029,105
	Microstrategy, Inc.	Common Stock - 760 shares	91,869	70,969
	MKS Instruments, Inc.	Common Stock - 5,600 shares	160,099	144,368
	Mondelez International, Inc.	Common Stock - 5,419 shares	97,479	138,022
	Monsanto Company	Common Stock - 2,900 shares	195,143	274,485
	Monster Beverage Corp.	Common Stock - 1,800 shares	85,831	95,184
	Moody's Corporation	Common Stock - 2,100 shares	62,131	105,672
	Morgan Stanley	Common Stock - 6,800 shares	171,866	130,016
	Motorola Solutions, Inc.	Common Stock - 1,900 shares	96,494	105,792
	Mueller Industries, Inc.	Common Stock - 2,260 shares	102,398	113,068
	Multimedia Games Holding Company	Common Stock - 6,998 shares	108,754	102,941
	Murphy Oil Corporation	Common Stock - 2,300 shares	124,815	136,965
	Netapp, Inc.	Common Stock - 3,000 shares	94,350	100,650
	Netspend Holdings, Inc.	Common Stock - 4,900 shares	54,521	57,918
	Neustar, Inc.	Common Stock - 2,100 shares	64,765	88,053
	Newfield Exploration Company	Common Stock - 1,000 shares	38,273	26,780
	Newmont Mining Corporation	Common Stock - 2,100 shares	145,243	97,524
	News Corporation	Common Stock - 4,000 shares	92,383	102,160
	Nike, Inc.	Common Stock - 3,600 shares	112,967	185,760
	Noble Corporation (Switzerland)	Common Stock - 2,600 shares	97,718	90,532
*	Northern Trust Corporation	Common Stock - 4,000 shares	190,739	200,640
	NRG Energy, Inc.	Common Stock - 6,600 shares	115,166	151,734

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)
December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Nucor Corporation	Common Stock - 1,900 shares	\$ 73,701	\$ 82,042
	Nvidia Corporation	Common Stock - 2,300 shares	31,824	28,267
	Occidental Petroleum Corporation	Common Stock - 2,500 shares	185,613	191,525
	Omniceil, Inc.	Common Stock - 5,020 shares	73,919	74,647
	Omnivision Technologies, Inc.	Common Stock - 6,460 shares	114,805	90,957
	On Assignment, Inc.	Common Stock - 5,237 shares	100,254	106,206
	Optimer Pharmaceuticals, Inc.	Common Stock - 11,110 shares	128,089	100,546
	Oracle Corporation	Common Stock - 16,900 shares	477,634	563,108
	Orasure Technologies, Inc.	Common Stock - 15,945 shares	138,133	114,485
	Orthofix International N.V.	Common Stock - 2,777 shares	121,047	109,219
	Oxford Industries, Inc.	Common Stock - 2,388 shares	118,693	110,708
	Pall Corporation	Common Stock - 500 shares	22,525	30,130
	Papa Johns International Inc.	Common Stock - 1,000 shares	37,676	54,940
	Parexco International Corp.	Common Stock - 3,380 shares	83,740	100,014
	Parker-Hannifin Corp.	Common Stock - 1,300 shares	103,429	110,578
	Pepsico, Inc.	Common Stock - 9,130 shares	536,260	624,766
	Pfizer, Inc.	Common Stock - 33,757 shares	633,877	846,626
	PG&E Corporation	Common Stock - 3,000 shares	123,476	120,540
	Philip Morris International	Common Stock - 6,400 shares	306,979	535,296
	Phillips 66	Common Stock - 3,450 shares	120,880	183,195
	Pier 1 Imports, Inc.	Common Stock - 4,218 shares	50,919	84,360
	Pinnacle Financial Partners, Inc.	Common Stock - 5,171 shares	87,769	97,422
	Pioneer Natural Resources Company	Common Stock - 1,100 shares	105,134	117,249
	Pitney Bowes, Inc.	Common Stock - 12,900 shares	168,895	137,256
	PNC Financial Services Group	Common Stock - 4,100 shares	228,009	239,071
	Pool Corp.	Common Stock - 1,815 shares	75,908	76,811
	Power One, Inc.	Common Stock - 13,500 shares	81,116	55,485
	PPG Industry, Inc.	Common Stock - 1,100 shares	92,269	148,885
	Praxair, Inc.	Common Stock - 2,100 shares	170,033	229,845
	Precision Castparts Corporation	Common Stock - 1,200 shares	155,080	227,304
	Prestige Brands Holdings Inc.	Common Stock - 4,930 shares	68,265	98,748
	Priceline.com, Inc.	Common Stock - 400 shares	155,867	248,480
	Pricesmart, Inc.	Common Stock - 1,570 shares	128,102	120,969
	Primoris Services Corp.	Common Stock - 6,530 shares	93,588	98,211
	Privatebancorp, Inc.	Common Stock - 7,320 shares	107,753	112,142
	Procter & Gamble Company	Common Stock - 13,686 shares	779,018	929,143
	The Progressive Corporation	Common Stock - 8,400 shares	169,500	177,240
	Proto Labs, Inc.	Common Stock - 1,546 shares	49,318	60,943
	Public Storage	Common Stock - 600 shares	70,595	86,976
	PVH Corp.	Common Stock - 500 shares	50,545	55,505
	Qualcomm, Inc.	Common Stock - 8,200 shares	368,225	508,564
	Quest Diagnostics, Inc.	Common Stock - 1,200 shares	70,208	69,924
	Questcor Pharmaceuticals, Inc.	Common Stock - 3,300 shares	75,415	88,176
	Quidel Corporation	Common Stock - 6,330 shares	108,085	118,181
	Range Resources Corporation	Common Stock - 1,300 shares	81,646	81,679
	Red Hat, Inc.	Common Stock - 3,000 shares	108,853	158,880
	Regions Financial Corp	Common Stock - 14,000 shares	88,333	99,680
	Rent A Center, Inc.	Common Stock - 2,300 shares	80,445	79,028
	Robert Half International, Inc.	Common Stock - 2,000 shares	54,518	63,640
	Ross Stores, Inc.	Common Stock - 1,900 shares	55,241	102,885

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	Rue21, Inc.	Common Stock - 1,800 shares	\$ 55,551	\$ 51,102
	Salesforce	Common Stock - 700 shares	94,599	117,670
	Salix Pharmaceuticals Ltd.	Common Stock - 3,900 shares	175,931	157,872
	Sandisk Corp.	Common Stock - 400 shares	18,495	17,424
	Schlumberger, Ltd	Common Stock - 7,071 shares	388,723	489,950
	Scholastic Corporation	Common Stock - 2,600 shares	87,105	76,856
	Sealed Air Corp.	Common Stock - 6,600 shares	109,042	115,566
	Sempra Energy, Inc.	Common Stock - 1,700 shares	90,030	120,598
	Sherwin-Williams Company	Common Stock - 900 shares	64,354	138,438
	Silicon Image, Inc.	Common Stock - 12,100 shares	70,214	60,016
	Simon Property Group, Inc.	Common Stock - 2,011 shares	174,328	317,919
	Sinclair Broadcast Group, Inc.	Common Stock - 9,547 shares	102,316	120,483
	Skechers USA Inc.	Common Stock - 5,618 shares	116,456	103,933
	SL Green Realty Corp.	Common Stock - 700 shares	56,936	53,655
	SLM Corporation	Common Stock - 2,300 shares	26,325	39,399
	Sourcefire, Inc.	Common Stock - 2,770 shares	131,614	130,799
	Southwestern Energy Company	Common Stock - 3,100 shares	113,149	103,571
	Sovran Self Storage, Inc.	Common Stock - 1,280 shares	69,346	79,488
	Spectra Energy Corporation	Common Stock - 6,300 shares	137,555	172,494
	Spirit Airlines, Inc.	Common Stock - 14,599 shares	264,834	258,694
	Stanley Black & Decker, Inc.	Common Stock - 900 shares	52,365	66,573
	Starbucks Corporation	Common Stock - 4,600 shares	93,943	246,652
	Starwood Hotels & Resorts Worldwide, Inc.	Common Stock - 2,600 shares	117,666	149,136
	State Street Corporation	Common Stock - 3,300 shares	152,739	155,133
	Stericycle, Inc.	Common Stock - 1,800 shares	145,811	167,886
	Steris Corp.	Common Stock - 3,300 shares	112,234	114,609
	Stryker Corporation	Common Stock - 3,100 shares	158,732	169,942
	Sun Communities, Inc.	Common Stock - 2,680 shares	120,367	106,905
	Sun Trust Banks, Inc.	Common Stock - 2,500 shares	56,739	70,875
	Susser Holdings Corp.	Common Stock - 2,840 shares	107,419	97,952
	SVB Financial Group	Common Stock - 1,740 shares	98,592	97,388
	Synnex Corp.	Common Stock - 2,400 shares	87,414	82,512
	Syntel, Inc.	Common Stock - 2,010 shares	115,943	107,716
	Take-Two Interactive Software, Inc.	Common Stock - 2,536 shares	39,510	27,921
	Target Corporation	Common Stock - 2,800 shares	145,383	165,676
	TD Ameritrade Holding Corporation	Common Stock - 4,500 shares	74,447	75,645
	Team Health Holdings, Inc.	Common Stock - 1,800 shares	52,047	51,786
	Teco Energy, Inc.	Common Stock - 2,800 shares	36,490	46,928
	Tellabs, Inc.	Common Stock - 29,200 shares	127,621	66,576
	Texas Instruments, Inc.	Common Stock - 2,000 shares	57,464	61,880
	Texas Roadhouse, Inc.	Common Stock - 6,170 shares	110,853	103,656
	Textron, Inc.	Common Stock - 3,300 shares	74,827	81,807
	The Mosaic Company	Common Stock - 1,200 shares	68,007	67,956
	Thermo Fisher Corporation	Common Stock - 2,600 shares	129,093	165,828
	Thermon Group Holdings, Inc.	Common Stock - 4,440 shares	104,282	100,033
	Time Warner Cable, Inc.	Common Stock - 2,831 shares	182,249	275,145
	Time Warner, Inc.	Common Stock - 3,366 shares	102,431	160,996
	Tivo, Inc.	Common Stock - 4,500 shares	45,012	55,440
	Total System Services, Inc.	Common Stock - 7,800 shares	150,390	167,076
	TRW Automotive Holdings Corporation	Common Stock - 1,500 shares	61,175	80,415

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value	
Tyco International, Ltd.	Common Stock - 2,100 shares	\$ 21,876	\$ 61,425	
Union Pacific Corporation	Common Stock - 2,400 shares	167,319	301,728	
United Cont'l Holdings, Inc.	Common Stock - 3,100 shares	64,908	72,478	
United Parcel Service, Inc.	Common Stock - 3,000 shares	168,395	221,190	
United Technologies Corporation	Common Stock - 5,000 shares	330,603	410,050	
Unitedhealth Group, Inc.	Common Stock - 6,300 shares	221,279	341,712	
URS Corporation	Common Stock - 3,800 shares	153,379	149,188	
US Bancorp	Common Stock - 11,400 shares	251,410	364,116	
UTD Therapeutics Corp.	Common Stock - 2,300 shares	117,943	122,866	
Vail Resorts, Inc.	Common Stock - 2,240 shares	126,075	121,162	
Valassis Communications, Inc.	Common Stock - 3,100 shares	73,400	79,918	
Valero Energy Corporation	Common Stock - 5,800 shares	186,199	197,896	
Verisign, Inc.	Common Stock - 1,300 shares	54,146	50,466	
Verizon Communications	Common Stock - 8,200 shares	328,823	354,814	
Viacom, Inc.	Common Stock - 2,600 shares	132,537	137,124	
VISA, Inc.	Common Stock - 2,100 shares	186,241	318,318	
Vocera Communications, Inc.	Common Stock - 1,551 shares	38,709	38,930	
Vonage Holdings Corporation	Common Stock - 41,300 shares	114,076	97,881	
Vornado Realty Trust	Common Stock - 2,300 shares	194,625	184,184	
Vulcan Materials Company	Common Stock - 1,100 shares	42,872	57,255	
Wabash National Corp.	Common Stock - 12,170 shares	118,636	109,165	
Wal-Mart Stores, Inc.	Common Stock - 7,900 shares	488,846	539,017	
Walt Disney Company	Common Stock - 7,800 shares	209,093	388,362	
Washington Post Company	Common Stock - 500 shares	177,280	182,605	
Web Communications Group, Inc.	Common Stock - 7,010 shares	89,893	103,748	
Wellpoint, Inc.	Common Stock - 2,400 shares	139,237	146,208	
Wells Fargo & Company	Common Stock - 17,751 shares	452,532	606,729	
Westar Energy, Inc.	Common Stock - 7,300 shares	175,202	208,926	
Western Refining, Inc.	Common Stock - 4,200 shares	91,751	118,398	
Weyerhaeuser Company	Common Stock - 3,575 shares	101,139	99,457	
White Mountains Insurance Group	Common Stock - 300 shares	95,892	154,500	
Whole Foods Market, Inc.	Common Stock - 1,500 shares	72,869	136,995	
Wiley John & Sons, Inc.	Common Stock - 3,000 shares	121,369	116,790	
Williams Company, Inc.	Common Stock - 5,700 shares	117,782	186,618	
Willis Group Holdings	Common Stock - 8,800 shares	304,837	295,064	
WPX Energy, Inc.	Common Stock - 4,066 shares	56,299	60,502	
XL Group Plc	Common Stock - 10,500 shares	217,649	263,130	
Yum Brands, Inc.	Common Stock - 1,900 shares	103,215	126,160	
Zimmer Holdings, Inc.	Common Stock - 1,600 shares	93,440	106,656	
Zions Bancorp	Common Stock - 2,700 shares	63,888	57,780	
3M Company	Common Stock - 4,400 shares	313,846	408,540	
Total Common Stocks		63,545,017	75,388,537	

*Party named is a party-in-interest.

PENSION PLAN FOR EMPLOYEES OF DRESSER-RAND COMPANY

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (CONTINUED)

December 31, 2012

Name of Plan Sponsor: DRESSER-RAND COMPANY
Employer Identification Number: 20-1897619
Three-Digit Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par of maturity value	Cost	Current Value
	GMO Global Balanced Asset Allocation Fund III	Mutual Fund - 2,078,709 shares	\$ 21,850,962	\$ 22,096,680
	Vanguard Fixed Income Long Term Corporate Bonds Admiral Shares	Mutual Fund - 2,945,515 shares	29,961,098	31,958,843
	PIMCO Long Duration Total Return Institutional	Mutual Fund - 2,601,692 shares	27,307,999	31,402,424
	Total Mutual Funds		79,120,059	85,457,947
	MFS International Concentrated Equity Fund	Collective Trust Fund- 2,752,294 shares	33,000,000	32,944,954
*	Northern Trust Global Investments Short Term Investment Fund	Collective Trust Fund- 2,873,144 shares	2,873,144	2,873,144
	Wellington Trust Company, NA			
	CIF Opportunistic Investment Allocation Portfolio	Collective Trust Fund - 1,993,200 shares	21,034,422	22,523,158
	Total Collective Trust Funds		56,907,566	58,341,256
			\$ 199,572,642	\$ 219,187,740

*Party named is a party-in-interest.

SCHEDULE SB ATTACHMENTS

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

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	8		11		0		0		0		0		0		0		0		0	
25 - 29	5		21		11		0		0		0		0		0		0		0	
30 - 34	8		33		14		3		0		0		0		0		0		0	
35 - 39	6		21		16		3		16		2		0		0		0		0	
40 - 44	0		21		11		12		49		81		0		0		0		0	
45 - 49	2		20		15		7		45		133		14		1		0		0	
50 - 54	1		17		13		5		26		123		41		79		13		0	
55 - 59	3		4		9		3		20		86		30		91		307		1	
60 - 64	1		5		5		5		19		41		14		31		114		41	
65 - 69	0		0		1		1		5		6		6		10		16		15	
70 & Over	0		0		0		0		0		1		1		1		2		3	

Plan Name: Pension Plan for Employees of Dresser-Rand Company
 EIN / PN: 20-1897619 / 002
 Plan Sponsor: Dresser-Rand
 Valuation Date: January 1, 2012

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis:

- | | |
|---------------------|-----------------|
| ● Applicable month | September |
| ● Yield curve basis | 3-Segment Rates |

Interest rates:

- | | |
|---------------------------|-------|
| ● First segment rate | 3.78% |
| ● Second segment rate | 6.31% |
| ● Third segment rate | 6.57% |
| ● Effective interest rate | 6.20% |

Annual rates of increase

- | | |
|-------------------------------------|-----|
| ● Compensation: | N/A |
| ● Future Social Security wage bases | N/A |
| ● Statutory limits on compensation | N/A |

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Demographic Assumptions

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

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

Mortality

● **Healthy** Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments).

● **Disabled** Same as healthy rates.

Termination Active employees are assumed to withdraw in accordance with the following rates:

Representative Termination Rates (Males and Females)

Percentage leaving during the year	
Attained Age	Rate
20	14.9
25	9.9
30	6.9
35	4.9
40	2.8
45	1.7
50	0.4

Disability Employees are assumed to become disabled in accordance with the following probabilities:

Salaried Employees: The 1985 Wyatt Pension Disability Study Unisex Class Three rates of disablement.

Bargained Employees: The 1985 Wyatt Pension Disability Study Unisex Class One rates of disablement.

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Active employees are assumed to retire in accordance with the following rates:

A1. Salaried employees with less than 30 years of service:

Percentage retiring during the year	
<u>Age</u>	<u>Rate</u>
55-56	2.0
57-58	2.1
59	2.2
60-61	0.0
62	44.4
63	10.0
64	11.1
65	100.0

A2. Salaried employees with more than 30 years of service:

Percentage retiring during the year	
<u>Age</u>	<u>Rate</u>
55	8.0
56-57	4.0
58-59	5.0
60	12.0
61	14.0
62	34.0
63	32.0
64	24.0
65	88.0
66	20.0
67	25.0
68	33.0
69	50.0
70	100.0

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Pension Plan for Employees of Dresser-Rand Company
20-1897619/002
Dresser-Rand
January 1, 2011

SCHEDULE SB ATTACHMENTS

B1. Bargained employees with less than 30 years of service:

Percentage retiring during the year	
<u>Age</u>	<u>Rate</u>
55	3.0
56	3.1
57	3.2
58	3.3
59	3.4
60	5.9
61	6.3
62	26.7
63	9.1
64	10.0
65	100.0

B2. Bargained employees with more than 30 years of service:

Percentage retiring during the year	
<u>Age</u>	<u>Rate</u>
55-56	1.0
57	2.0
58-60	2.5
61	4.0
62	12.5
63-64	10.0
65	100.0

**Benefit commencement
date:**

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained age 55
- Deferred vested benefit Age 65, or current age if later
- Disability benefit Upon disablement
- Retirement benefit Upon termination of employment

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619/002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2011

SCHEDULE SB ATTACHMENTS

Unpredictable Contingent Event Benefit (UCEB) assumption	It was assumed that permanent plant shutdown benefits provided under the various benefit schedules (as described in Appendix B) will not be triggered.
Form of payment	Actual data is used for retired participants. For all other participants, it is assumed that the participant elects the single life annuity.
Late retirement actuarial increase	We assume active and terminated vested participants working past their Normal Retirement Age are provided with actuarial increases, and that the Company has not and will not issue suspension of benefits notices.
Percent married	Actual data is used for retired participants. For all other participants, 85% of males and 55% of females are assumed to be married at retirement.
Spouse age	Male spouses are assumed to be 3 years older than female spouses.
Plan-related expenses	The amount included this year for plan-related expenses is \$900,000. This amount is based on the noninvestment-related expenses and the expected change in PBGC variable rate premium from the prior year to the current year.
At-risk assumptions	None. At-risk liability was not needed for this valuation.
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

	Methods
Valuation date	First day of plan year
Funding target	Present value of accrued benefits
PBGC Premium funding target	The Alternative Premium Funding Target was determined using the assumptions described above.
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.
Actuarial value of assets	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22) . The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2010 plan year.)
Benefits not valued	We believe all significant Plan provisions are reflected in this valuation. The valuation was based on the benefit improvements adopted on or before January 1, 2011. Benefit increases adopted after January 1, 2011 were not considered in this valuation.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619/002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2011

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2012

Type of Base		Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1	Shortfall	01/01/2012	(24,818,583)	7	(24,818,583)	(4,212,323)
2	Shortfall	01/01/2011	18,988,291	6	16,307,724	3,124,133
3	Shortfall	01/01/2010	26,962,490	5	20,427,795	4,537,574
4	Shortfall	01/01/2009	(12,152,445)	4	(7,970,037)	(2,156,436)
5	Shortfall	01/01/2008	21,135,616	3	9,936,822	3,492,388
Total					13,883,721	4,785,336

Plan Name: Pension Plan for Employees of Dresser-Rand Company
EIN / PN: 20-1897619 / 002
Plan Sponsor: Dresser-Rand
Valuation Date: January 1, 2012

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Dresser-Rand
EIN/PN	20-1897619/002
Plan Name	Pension Plan for Employees of Dresser-Rand Company
Valuation Date	January 1, 2011
Enrolled Actuary	Jeannie A. Mandell
Enrollment Number	11-06089

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2012

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age and gender are shown below.

Active employees are assumed to retire in accordance with the following rates:

A1. Salaried employees with less than 30 years of service:

Age	Rate
55-56	2.0%
57-58	2.1%
59	2.2%
60-61	0.0%
62	44.4%
63	10.0%
64-69	11.1%
70	100.0%

A2. Salaried employees with more than 30 years of service:

Age	Rate
55	8.0%
56-57	4.0%
58-59	5.0%
60	12.0%
61	14.0%
62	34.0%
63	32.0%
64	24.0%
65	88.0%
66	20.0%
67	25.0%
68	33.0%
69	50.0%
70	100.0%

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619 / 002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2012

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2012

B1. Bargained employees with less than 30 years of service:

Age	Rate
55	3.0%
56	3.1%
57	3.2%
58	3.3%
59	3.4%
60	5.9%
61	6.3%
62	26.7%
63	9.1%
64	10.0%
65	100.0%

B2. Bargained employees with more than 30 years of service:

Age	Rate
55-56	1.0%
57	2.0%
58-60	2.5%
61	4.0%
62	12.5%
63-64	10.0%
65	100.0%

The average expected retirement age for active participants, to the nearest integer, is age 63. This average age was determined by summing the following product for assumed retirement ages 55 through 70: (i) the number of expected employees at the applicable age times (ii) the assumed rate of retirement at the applicable age times (iii) the applicable age, where one salaried employee and one bargaining employee are assumed to exist at age 55 and are then assumed to retire in accordance with the probabilities shown above. The result is then weighted by the relative number of employees in each group.

Plan Name:	Pension Plan for Employees of Dresser-Rand Company
EIN / PN:	20-1897619 / 002
Plan Sponsor:	Dresser-Rand
Valuation Date:	January 1, 2012

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

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

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

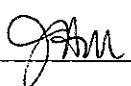
A Name of plan Pension Plan for Employees of Dresser-Rand Company	B Three-digit plan number (PN) ► <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Dresser-Rand Company	D Employer Identification Number (EIN) 20-1897619
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other	
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500	

Part I Basic Information

1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2012</u>			
2 Assets:			
a Market value	2a		203,325,907
b Actuarial value	2b		206,083,828
3 Funding target/participant count breakdown:			
		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	3,728	127,124,287
b For terminated vested participants	3b	1,606	27,289,252
c For active participants:			
(1) Non-vested benefits	3c(1)		3,000,943
(2) Vested benefits	3c(2)		62,553,067
(3) Total active	3c(3)	1,805	65,554,010
d Total	3d	7,139	219,967,549
4 If the plan is in at-risk status, check the box and complete lines (a) and (b). ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5		6.95 %
6 Target normal cost	6		2,593,635

Statement by Enrolled Actuary

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

SIGN HERE	Jeannie A. Mandell  Signature of actuary	<u>9/23/2013</u> Date
	Jeannie A. Mandell Type or print name of actuary	11-06089 Most recent enrollment number
	Towers Watson Delaware Inc. Firm name	(617) 638-3700 Telephone number (including area code)
	800 Boylston St. The Prudential Tower Boston Address of the firm	MA 02199-8103

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

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>1.96</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1,011,421
b Interest on (a) using prior year's effective interest rate of <u>6.20</u> % except as otherwise provided (see instructions)		62,708
c Total available at beginning of current plan year to add to prefunding balance		1,074,129
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	93.68 %
15 Adjusted funding target attainment percentage	15	93.68 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	80.08 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/13/2012	3,000,000				
07/13/2012	3,000,000				
01/15/2013	650,000				
09/13/2013	4,900,000				
Totals ▶			18(b)	11,550,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	10,815,080

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year?		☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?.....		☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th
		0

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

21 Discount rate:			
a Segment rates:	1st segment: 5.54 %	2nd segment: 6.85 %	3rd segment: 7.52 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	2,593,635
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	13,883,721	4,785,336	
b Waiver amortization installment.....		0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..		34	7,378,971
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....		36	7,378,971
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....		37	10,815,080
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	3,436,109
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

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

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