

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2011
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</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>DIPLMAT SPECIALTY PHARMACY, I 401(K) PROFIT SHARING PLAN & TRUST</u>	1b Three-digit plan number (PN) ► <u>001</u> 1c Effective date of plan <u>07/01/1990</u>
2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan) <u>DIPLMAT SPECIALTY PHARMACY, I</u> <u>4100 S SAGINAW ST STE A</u> <u>FLINT, MI 48507</u>	2b Employer Identification Number (EIN) <u>38-2063100</u> 2c Sponsor's telephone number <u>810-768-9325</u> 2d Business code (see instructions) <u>446110</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	<u>Filed with authorized/valid electronic signature.</u>	<u>10/09/2013</u>	<u>DIPLMAT SPECIALTY PHARMACY, I</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2011)
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3a Plan administrator's name and address (if same as plan sponsor, enter "Same") DIPLOMAT SPECIALTY PHARMACY, I 4100 S SAGINAW ST STE A FLINT, MI 48507	3b Administrator's EIN 38-2063100 3c Administrator's telephone number 810-768-9325
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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
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5 Total number of participants at the beginning of the plan year	5	397
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	511
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	18
d Subtotal. Add lines 6a , 6b , and 6c	6d	529
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	529
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	325
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	2

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2A 2E 2F 2G 2J 2K 2R 2T 3D 3H

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

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) ☒ Insurance	(1) ☒ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(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)** ☒ 1 **A** (Insurance Information)
- (4)** ☐ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 <hr/> 2011 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>DIPLOMAT SPECIALTY PHARMACY, I 401(K) PROFIT SHARING PLAN & TRUST</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DIPLOMAT SPECIALTY PHARMACY, I</u>	D Employer Identification Number (EIN) <u>38-2063100</u>	

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

(a) Name of insurance carrier

PRINCIPAL LIFE INSURANCE CO

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
<u>42-0127290</u>	<u>61271</u>	<u>611454</u>	<u>0</u>	<u>01/01/2011</u>	<u>06/16/2011</u>

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
<u>9709</u>	<u>57</u>

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

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

SIGMA FINANCIAL CORP
4261 PARK ROAD
ANN ARBOR, MI 48103-9508

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
<u>9709</u>	<u>57</u>	<u>REFERRAL SERVICE FEE</u>	<u>3</u>

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	
5 Current value of plan's interest under this contract in separate accounts at year end	5	

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	
c Additions: (1) Contributions deposited during the year	7c(1)	
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	
(4) Transferred from separate account	7c(4)	
(5) Other (specify below)	7c(5)	
▶		
(6) Total additions	7c(6)	0
d Total of balance and additions (add b and c(6))	7d	0
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
(2) Administration charge made by carrier	7e(2)	
(3) Transferred to separate account	7e(3)	
(4) Other (specify below)	7e(4)	
▶		
(5) Total deductions	7e(5)	0
f Balance at the end of the current year (subtract e(5) from d)	7f	0

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	0
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE 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 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>DIPLOMAT SPECIALTY PHARMACY, I 401(K) PROFIT SHARING PLAN & TRUST</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>DIPLOMAT SPECIALTY PHARMACY, I</u>	D Employer Identification Number (EIN) <u>38-2063100</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN SMCAP BLEND SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-029</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN BOND EMPH BAL SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-006</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN MONEY MARKET SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-024</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN INTL EMERG MARKETS SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-013</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRIN INTL SMALLCAP SEP ACCT SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-014</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINC US PROPERTY SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-027</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINC BOND AND MORTGAGE SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-005</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0	

a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN DIVERSIFIED INTL SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-015	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN LGCAP S&P 500 INDEX SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-016	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN MIDCAP VALUE I SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-043	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN MICAP S&P 400 IDX SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-023	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN MIDCAP GROWTH III SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-026	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN SMALLCAP GROWTH I SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-070	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN LARGE CAP GROWTH II SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-067	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: RUSS LIFEPOINT GRWTH STR SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-081	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: RUSS LIFEPOINTS BAL STR SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-082	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: RUSS LIFEPOINTS CON STR SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-083	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	0
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a Name of MTIA, CCT, PSA, or 103-12 IE: RUSS LFPT EQ GROTH STR SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-084	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE: RUSS LIFEPOINTS MOD STR SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-085	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN SMALLCAP VALUE II SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-096	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN LARGE CAP VALUE I SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-098	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN INFLATION PROTECT SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127280-099	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRIN CORE PLUS BOND I SA-R6**b** Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY

c EIN-PN 42-0127290-115	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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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
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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.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2011</div> This Form is Open to Public Inspection
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For calendar plan year 2011 or fiscal plan year beginning <u>01/01/2011</u> and ending <u>12/31/2011</u>		
A Name of plan <u>DIPLOMAT SPECIALTY PHARMACY, I 401(K) PROFIT SHARING PLAN & TRUST</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DIPLOMAT SPECIALTY PHARMACY, I</u>	D Employer Identification Number (EIN) <u>38-2063100</u>	

Part I	Asset and Liability Statement
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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	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	896968
(2) U.S. Government securities.....	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other.....	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	355475	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	239892	299521
(9) Value of interest in common/collective trusts.....	1c(9)	0	0
(10) Value of interest in pooled separate accounts.....	1c(10)	4018590	
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	19594	4585713
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	
(2) Employer real property	1d(2)	0	
e Buildings and other property used in plan operation	1e	0	
f Total assets (add all amounts in lines 1a through 1e)	1f	4633551	5782202

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	4633551	5782202
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	451116	
(B) Participants	2a(1)(B)	919705	
(C) Others (including rollovers)	2a(1)(C)	433040	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1803861

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	9555	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		9555
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	87668	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		87668
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-125873
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		1775211

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	555199	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		555199
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	17769	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	1671	
(4) Other	2i(4)	51921	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		71361
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		626560

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		1148651
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan	2l(2)		0

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: GRANT THORNTON LLP

(2) EIN: 36-6055558

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 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
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.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....	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)

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 2011 This Form is Open to Public Inspection.
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For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan <u>DIPLOMAT SPECIALTY PHARMACY, I 401(K) PROFIT SHARING PLAN & TRUST</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DIPLOMAT SPECIALTY PHARMACY, I</u>	D Employer Identification Number (EIN) <u>38-2063100</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>16-1470238</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>0</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	<u>0</u>	
b Enter the amount contributed by the employer to the plan for this plan year	6b	<u>0</u>	
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	<u>0</u>	
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
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 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 items 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 items 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 items 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 items 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 items 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 item 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 items (a) through (c)

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

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

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

Financial Statements and Report of Independent
Certified Public Accountants

**Diplomat Pharmacy, Inc. Profit Sharing Plan and
Trust**

December 31, 2011 and 2010

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Report of Independent Certified Public Accountants

Diplomat Pharmacy, Inc.
Profit Sharing Plan and Trust

Audit • Tax • Advisory

Grant Thornton LLP
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Southfield, Michigan 48034
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We were engaged to audit the accompanying statements of net assets available for benefits of Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust (the “Plan”) as of December 31, 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011 and supplemental Schedule H, Line 4i – Schedule of Assets (Held at End of Year) and supplemental Schedule G, Line 4d – Schedule of Nonexempt Transactions as of December 31, 2011. These financial statements and supplemental schedules are the responsibility of the Plan’s management. The statement of net assets available for benefits as of December 31, 2010, and the related statement of changes in net assets available for benefits (not presented herein) for the year then ended were audited by other auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (“ERISA”), the Plan administrator instructed the other auditors not to perform and they did not perform, any auditing procedures with respect to the information certified by the Custodian and Trustee. Their report, dated August 10, 2011, on those 2010 financial statements, indicated that (a) because of the significance of the information that they did not audit, they were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information certified by the Trustee and Custodian, were presented in compliance with the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA.

As permitted by 29 CFR 2520.103-8 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any audit procedures with respect to the investment information summarized in Note C, which was certified by Mid Atlantic Trust Company and Principal Life Insurance Company, the Trustee and Custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the Mid Atlantic Trust Company held the certified Plan assets as of December 31, 2011 and executed the related transactions from June 16, 2011 to December 31, 2011, and that Principal Life Insurance Company held the certified Plan assets and executed the related transactions from January 1, 2011 to June 15, 2011. The Plan administrator has obtained certifications from the Trustee and Custodian as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan’s 2011 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules as of and for the year ended December 31, 2011. The supplemental schedules are presented for the purposes of additional analysis and are not a required part of the financial statements

but are required by the Department of Labor's Rules and Regulations for Reporting and disclosures under the Employee Retirement Income Security Act of 1974. 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 Custodial and Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Southfield, Michigan
October 15, 2012

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Statements of Net Assets Available for Plan Benefits
December 31,

	<u>2011</u>	<u>2010</u>
Assets		
Investments - at fair value		
Pooled separate accounts	\$ -	\$4,018,590
Common stocks	-	355,475
Mutual funds	<u>5,482,681</u>	<u>19,594</u>
Total investments	5,482,681	4,393,659
Receivables:		
Employer contributions	3,007	-
Notes receivable from participants	<u>299,521</u>	<u>239,892</u>
Total receivables	<u>302,528</u>	<u>239,892</u>
Total assets	5,785,209	4,633,551
Liabilities		
Excess participant contribution payable	<u>-</u>	<u>43,088</u>
Net assets available for benefits	<u><u>\$5,785,209</u></u>	<u><u>\$4,590,463</u></u>

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Statements of Changes in Net Assets Available for Plan Benefits
For the Years Ended December 31,

	<u>2011</u>
Additions:	
Investment income (loss):	
Net appreciation (depreciation) in fair value of investments:	
Pooled separate accounts	\$ 146,719
Mutual funds	<u>(183,249)</u>
Net depreciation	(36,530)
Interest and dividends	<u>1,446</u>
Net investment loss	(35,084)
Interest on notes receivable from participants	15,419
Contributions:	
Employer	497,211
Participants	919,705
Rollovers	<u>433,040</u>
Total contributions	1,849,956
Total additions	1,830,291
Deductions:	
Benefits paid to participants or beneficiaries	607,471
Administrative expenses	<u>28,074</u>
Total deductions	<u>635,545</u>
Net increase	1,194,746
Net assets available for benefits:	
Beginning of year	<u>4,590,463</u>
End of year	<u><u>\$5,785,209</u></u>

The accompanying notes are an integral part of this financial statement.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements

December 31, 2011 and 2010

Note A – Description of the Plan

The following description of the Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust (“Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan covering all employees of Diplomat Pharmacy, Inc. and its related affiliates (collectively the “Company”) who have three months of service and are of age 21 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

Contributions

Each year, participants may contribute up to 100% of their annual compensation, as defined in the Plan and within IRS limits. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. For 2011 and 2010, the Company elected to make safe harbor matching contributions equal to 100% of an employee’s elective contributions up to 3%, and 50% of an employee’s elective contributions between 3% and 5% of compensation. Additional profit sharing amounts may be contributed at the option of the Company. No discretionary profit sharing or other contributions have been made for 2011 or 2010. To qualify to share in the Company’s contribution, an employee must have completed one year of credited service.

Participant Accounts

Each participant’s account is credited with the participant’s contribution and allocations of (a) the Company’s contribution and (b) plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account.

Vesting

Participants are vested immediately in their contributions and any employer contributions qualifying as safe harbor contributions plus actual earnings thereon. For all other Company contributions, participants will vest according to the following schedule:

<u>Years of Service</u>	<u>Vesting Percentage</u>
0	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note A – Description of the Plan (Continued)

Notes Receivable From Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loan maturities must not be greater than five years from the date of the loan, but can be extended to a longer repayment term for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at rates that are commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest is paid ratably through bi-weekly payroll deductions.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant will receive the value of his or her entire account. For termination of service for other reasons, a participant will receive the value of the vested interest in his or her account. The actual benefit payment method used will depend on the participant's marital status as well as elections made by the participant and his or her spouse, if married. Generally, the benefits will be paid in the form of a 50% joint and survivor annuity, if married, or a life annuity, if unmarried, unless another form of benefit is elected. A participant may elect, with his or her spouse's consent, to receive a lump-sum amount or a different form annuity.

The Plan allows for automatic lump sum distributions of participant account balances that do not exceed \$1,000. If the account balance is greater than \$1,000 and less than or equal to \$55,000, and if a distribution election is not made within the required timeframe, that account will be rolled over into a rollover IRA and invested in an investment designed to preserve principal and provide a reasonable rate of return and equity.

Forfeited Accounts

At December 31, 2011 and 2010 forfeited non-vested accounts total \$10,626 and \$1,989 respectively. These accounts will first be used to pay plan expenses and reduce employer contributions. Any forfeiture left after paying plan expenses may be reallocated to eligible participants. There were no forfeitures reallocated to eligible participants or plan expenses during 2011 or 2010.

Note B – Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Use of Estimates

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note B – Summary of Significant Accounting Policies (Continued)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note E for 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.

Notes Receivable From Participants

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

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Plan expenses are paid by the Plan.

New Accounting Standards Update

Improving Disclosures about Fair Value Measurements - In January 2010, the Financial Accounting Standards Board ("FASB") issued guidance to improve the disclosures related to fair value measurements. The new guidance requires expanded fair value disclosures, including the reasons for significant transfers between Level 1 and Level 2 and the amount of significant transfers into each level disclosed separately from transfers out of each level. For Level 3 fair value measurements, information in the reconciliation of recurring Level 3 measurements about purchases, sales, issuances and settlements shall be presented separately on a gross basis, rather than as one net number. In addition, clarification is provided about existing disclosure requirements, such as presenting fair value measurement disclosures for each class of assets and liabilities that are determined based on their nature and risk characteristics and their placement in the fair value hierarchy (that is, Level 1, 2, or 3), as opposed to each major category of assets and liabilities, as required in the previous guidance. Disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements will be required for fair value measurement that fall in either Level 2 or Level 3. The new guidance is effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosures related to the gross presentation of purchases, sales, issuances and settlements for Level 3 fair value measurements, which are effective for reporting periods beginning after December 15, 2010. The Plan adopted the new guidance relating to the expanded disclosures effective December 31, 2010. The adoption did not have a material impact on the Plan's financial statements. The disclosures related to the gross Level 3 presentation will be included in the Plan's financial statements effective December 31, 2011.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note B – Summary of Significant Accounting Policies (Continued)

Subsequent Events

The Plan has evaluated subsequent events through October 15, 2012, the date the financial statements were available to be issued.

Note C – Certified Financial Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Principal Life Insurance Company, the Custodian of the Plan from January 1, 2011 to June 15, 2011 and Mid Atlantic Trust Company, the Trustee of the Plan from June 16, 2011 through December 31, 2011 have certified that the following data included in the accompanying financial statements and supplemental schedules are complete and accurate:

- Total investments and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2011 and 2010.
- Net investment loss and interest on notes receivable from participant loans as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2011.
- Schedule H, Line 4i – Schedule of Assets (Held At End of Year) as of December 31, 2011.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

Note D - Investments

The following presents investments that represent 5 percent or more of the Plan's net assets available for benefits at December 31:

	2011	2010
Vanguard Prime Money Market Fund	\$896,969	*
Vanguard Target Retirement 2050 Fund	\$446,353	*
Vanguard Government National Mortgage Association Fund	\$422,518	*
Vanguard 500 Index Trust Fund	\$349,547	*
Fidelity Contrafund	\$343,150	*
Russell LifePoints Growth Strategy Separate Account	**	\$574,762
Principal SmallCap Growth I Separate Account	**	\$348,877
Principal LargeCap S&P 500 Index Separate Account	**	\$338,595
Principal MidCap Growth III Separate Account	**	\$328,056
Principal International SmallCap Separate Account	**	\$315,512
Principal Bond and Mortgage Separate Account	**	\$291,333
Principal LargeCap Growth II Separate Account	**	\$278,284
Principal Money Market Separate Account	**	\$256,718
Russell LifePoints Balanced Strategy Separate Account	**	\$252,655

* Investment did not represent five percent of the Plan's net assets available for plan benefits as of December 31, 2010.

** Investment did not represent five percent of the Plan's net assets available for plan benefits as of December 31, 2011.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note E – Fair Value Measurements

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

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Pooled separate accounts: Valued at net asset value (“NAV”), which is determined by the unit value based on underlying values of the investments.

Mutual funds: Valued at the NAV of shares held by the Plan at year end based on quoted prices in active markets.

Common stocks: Valued at the closing price reported on the New York Stock Exchange.

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2011 and 2010:

Fair Value Measurements at December 31, 2011

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Fixed income funds	\$1,437,874	\$ -	\$ -	\$1,437,874
Multi asset funds	1,371,026	-	-	1,371,026
Large cap stock funds	1,083,268	-	-	1,083,268
Small / mid-cap stock funds	1,017,675	-	-	1,017,675
International stock funds	256,039	-	-	256,039
Long term growth funds	204,242	-	-	204,242
Real estate investment trust fund ("REIT")	112,557	-	-	112,557
	<u>\$5,482,681</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$5,482,681</u>

Fair Value Measurements at December 31, 2010

	Level 1	Level 2	Level 3	Total
Pooled Separate Account Funds:				
Short-term fixed income funds (a)\$	- \$	256,718	\$ -	\$ 256,718
Fixed income funds (b)	-	305,190	-	305,190
Small US equity funds (c)	-	472,860	-	472,860
Mid US equity funds (d)	-	588,513	-	588,513
Large US equity funds (e)	-	660,986	-	660,986
International equity funds (f)	-	469,502	-	469,502
Balanced/asset allocation funds (g)	-	1,177,638	-	1,177,638
Real estate	-	-	87,183	87,183
Common Stocks:				
Medical instruments & supplies	225,433	-	-	225,433
Other	130,042	-	-	130,042
Mutual Funds:				
Fixed income funds	19,594	-	-	19,594
	<u>\$ 375,069</u>	<u>\$ 3,931,407</u>	<u>\$ 87,183</u>	<u>\$4,393,659</u>

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value (Continued)

The table below shows the summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2010:

	<u>Pooled Separate Account</u>
Balance, beginning of year	\$87,183
Sales	<u>(87,183)</u>
Balance, end of year	<u>\$ -</u>

The tables below present additional information for the Plan's investments, whose fair value is estimated using the practical expedient of reported net asset value (NAV) for the year ended December 31, 2010:

	Fair Value*	Unfunded Commitment	Expected Liquidation Term	Redemption Terms	Redemption Restrictions	Redemption Restrictions at 12/31/10
Pooled Separate Accounts:						
Short term fixed income ^(a)	\$256,718	\$	-	Immediate	None	None
Fixed income ^(b)	305,190	-	-	Immediate	None	None
Small US equity ^(c)	472,860	-	-	30 days	(j)	None
Mid US equity ^(d)	588,513	-	-	30 days	(k)	None
Large US equity ^(e)	660,986	-	-	30 days	(l)	None
International equity ^(f)	469,502	-	-	30 days	(m)	None
Balanced ^(g)	1,177,638	-	-	30 days	(n)	None

* Estimated using the NAV of the funds.

- The strategy of the short term fixed income funds is to invest mainly in short-term securities such as commercial paper.
- The strategy of the fixed income funds is to invest mainly in fixed securities such as domestic and foreign corporate bonds, asset backed securities and government bonds.
- The strategy of the small US equity funds is to invest mainly in equity securities of US companies with small market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value (Continued)

- d) The strategy of the mid US equity funds is to invest mainly in equity securities of US companies with medium market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- e) The strategy of the large US equity funds is to invest mainly in large equity securities of US companies with large market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- f) The strategy of the international equity funds is to invest mainly in equity securities of non-US companies with small to medium market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- g) The strategy of the balanced asset allocation funds is to invest mainly in domestic and foreign equity securities, real estate investments, and fixed income funds according to an asset allocation strategy designed for investors having various investment time horizons. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.

Note F – Related-Party Transactions

Plan assets include investments in funds managed by Principal Life Insurance and Mid Atlantic Trust Company, the Custodian and Trustee of the Plan and, as such, qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions.

Note G – 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 the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their account balances.

Note H – Tax Status

On March 31, 2008, the Internal Revenue Service stated that the prototype adopted by the Plan as then designed, is in accordance with the applicable sections of the IRC and is exempt from federal income tax. The Plan has not received a determination letter specific to the Plan itself. The Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated, in all material respects, in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note H – Tax Status (Continued)

U.S. GAAP require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Department of Labor or the Internal Revenue Service. The Plan is subject to routine audits by 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 2008.

Note I – Risks and Uncertainties

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

Note J – Nonexempt Transactions

During 2011, it was determined that the Company was refunded excess employer contributions out of Plan assets. The details of the nonexempt transaction have been disclosed on supplemental schedule, Schedule G, Part III, Line 4d – Schedule of Nonexempt Transactions. The Plan Sponsor is taking the appropriate actions to remediate the nonexempt transaction during 2012.

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Supplemental Schedules

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Schedule H – Line 4i – Schedule of Assets Held for Investment Purposes at End of Year

As of December 31, 2011

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par of Maturity Value	Cost	Current Value
	Mutual Funds:			
	Vanguard	Vanguard Prime Money Market Fund	**	896,969
	Vanguard	Vanguard Target Retirement 2050 Fund	**	446,353
	Vanguard	Vanguard Government National Mortgage Association Fund	**	422,518
	Vanguard	Vanguard 500 Index Trust Fund	**	349,547
	Fidelity Trust Company	Fidelity Contrafund	**	343,150
	American Funds	American Funds Small Capital World R6 Fund	**	284,245
	Vanguard	Vanguard Small Capital Growth Index Fund	**	284,126
	Columbia Management	Columbia Middle Capital Growth Fund Z	**	272,834
	Vanguard	Vanguard Target Retirement 2020 Fund	**	258,129
	Vanguard	Vanguard Target Retirement 2040 Fund	**	217,973
	Vanguard	Vanguard Target Retirement 2030 Fund	**	198,004
	Goldman Sachs	Goldman Sachs Middle Capital Value IR Fund	**	189,861
	American Funds	American Funds EuroPacific Growth R6 Fund	**	181,284
	American Funds	American Funds Washington Mutual R6 Fund	**	117,737
	Vanguard	Vanguard Real Estate Investment Trust Fund	**	112,557
	The Royce Funds	Royce Pennsylvania Mutual Fund	**	105,888
	PIMCO	PIMCO Total Return P Fund		97,011
	Franklin Templeton Investments	Templeton Global Bond Advisors Fund	**	85,727
	Vanguard	Vanguard Extended Market Index Fund	**	84,144
	Vanguard	Vanguard Target Retirement 2010 Fund	**	82,470
	Oppenheimer Funds	Oppenheimer Developing Markets Y Fund	**	74,755
	Vanguard	Vanguard Small Capital 600 Value Index Fund	**	69,411
	PIMCO	PIMCO Real Return P Fund	**	69,403
	Lord Abbett & Co.	Lord Abbett Fundamental Equity A Fund	**	65,959
	Prudential Investments	Prudential Jennison Natural Resources Z Fund	**	50,261
	Vanguard	Vanguard Balanced Index Fund	**	46,966
	Lord Abbett & Co.	Lord Abbett High Yield Fund	**	41,272
	PIMCO	Pacific Investment Management Company Low Duration Fund	**	32,660
	Vanguard	Vanguard Target Retirement Fund, Inc.	**	1,467
	Notes Receivable From Participants:			
	Notes receivable from participants	Participant Loans 4.25% - 9.50% with Various Terms	**	299,521
				<u>\$ 5,782,202</u>

** Cost information omitted for investments that are fully participant directed.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Schedule G, Part III, Line 4d – Schedule of Nonexempt Transactions
December 31, 2011

Total That Constitute Nonexempt Prohibited
Transactions

Identity of party involved	Relationship to Plan employer of other party in interest	Description of transaction including rate or interest	Amount of deemed loan between Plan and party in interest	Net gain on transaction (loan interest)
Diplomat Pharmacy, Inc.	Employer	The Company was refunded employer contributions out of Plan assets	\$43,088	\$ -

Financial Statements and Report of Independent
Certified Public Accountants

**Diplomat Pharmacy, Inc. Profit Sharing Plan and
Trust**

December 31, 2011 and 2010

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Report of Independent Certified Public Accountants

Diplomat Pharmacy, Inc.
Profit Sharing Plan and Trust

Audit • Tax • Advisory

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We were engaged to audit the accompanying statements of net assets available for benefits of Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust (the “Plan”) as of December 31, 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011 and supplemental Schedule H, Line 4i – Schedule of Assets (Held at End of Year) and supplemental Schedule G, Line 4d – Schedule of Nonexempt Transactions as of December 31, 2011. These financial statements and supplemental schedules are the responsibility of the Plan’s management. The statement of net assets available for benefits as of December 31, 2010, and the related statement of changes in net assets available for benefits (not presented herein) for the year then ended were audited by other auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (“ERISA”), the Plan administrator instructed the other auditors not to perform and they did not perform, any auditing procedures with respect to the information certified by the Custodian and Trustee. Their report, dated August 10, 2011, on those 2010 financial statements, indicated that (a) because of the significance of the information that they did not audit, they were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information certified by the Trustee and Custodian, were presented in compliance with the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA.

As permitted by 29 CFR 2520.103-8 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any audit procedures with respect to the investment information summarized in Note C, which was certified by Mid Atlantic Trust Company and Principal Life Insurance Company, the Trustee and Custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that the Mid Atlantic Trust Company held the certified Plan assets as of December 31, 2011 and executed the related transactions from June 16, 2011 to December 31, 2011, and that Principal Life Insurance Company held the certified Plan assets and executed the related transactions from January 1, 2011 to June 15, 2011. The Plan administrator has obtained certifications from the Trustee and Custodian as of December 31, 2011 and 2010, and for the year ended December 31, 2011, that the information provided to the Plan administrator by the trustee is complete and accurate.

Because of the significance of the information in the Plan’s 2011 financial statements that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules as of and for the year ended December 31, 2011. The supplemental schedules are presented for the purposes of additional analysis and are not a required part of the financial statements

but are required by the Department of Labor's Rules and Regulations for Reporting and disclosures under the Employee Retirement Income Security Act of 1974. 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 Custodial and Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Southfield, Michigan
October 15, 2012

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Statements of Net Assets Available for Plan Benefits
December 31,

	<u>2011</u>	<u>2010</u>
Assets		
Investments - at fair value		
Pooled separate accounts	\$ -	\$4,018,590
Common stocks	-	355,475
Mutual funds	<u>5,482,681</u>	<u>19,594</u>
Total investments	5,482,681	4,393,659
Receivables:		
Employer contributions	3,007	-
Notes receivable from participants	<u>299,521</u>	<u>239,892</u>
Total receivables	<u>302,528</u>	<u>239,892</u>
Total assets	5,785,209	4,633,551
Liabilities		
Excess participant contribution payable	<u>-</u>	<u>43,088</u>
Net assets available for benefits	<u><u>\$5,785,209</u></u>	<u><u>\$4,590,463</u></u>

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Statements of Changes in Net Assets Available for Plan Benefits
For the Years Ended December 31,

	<u>2011</u>
Additions:	
Investment income (loss):	
Net appreciation (depreciation) in fair value of investments:	
Pooled separate accounts	\$ 146,719
Mutual funds	<u>(183,249)</u>
Net depreciation	(36,530)
Interest and dividends	<u>1,446</u>
Net investment loss	(35,084)
Interest on notes receivable from participants	15,419
Contributions:	
Employer	497,211
Participants	919,705
Rollovers	<u>433,040</u>
Total contributions	1,849,956
Total additions	1,830,291
Deductions:	
Benefits paid to participants or beneficiaries	607,471
Administrative expenses	<u>28,074</u>
Total deductions	<u>635,545</u>
Net increase	1,194,746
Net assets available for benefits:	
Beginning of year	<u>4,590,463</u>
End of year	<u><u>\$5,785,209</u></u>

The accompanying notes are an integral part of this financial statement.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements

December 31, 2011 and 2010

Note A – Description of the Plan

The following description of the Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust (“Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan covering all employees of Diplomat Pharmacy, Inc. and its related affiliates (collectively the “Company”) who have three months of service and are of age 21 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

Contributions

Each year, participants may contribute up to 100% of their annual compensation, as defined in the Plan and within IRS limits. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. For 2011 and 2010, the Company elected to make safe harbor matching contributions equal to 100% of an employee’s elective contributions up to 3%, and 50% of an employee’s elective contributions between 3% and 5% of compensation. Additional profit sharing amounts may be contributed at the option of the Company. No discretionary profit sharing or other contributions have been made for 2011 or 2010. To qualify to share in the Company’s contribution, an employee must have completed one year of credited service.

Participant Accounts

Each participant’s account is credited with the participant’s contribution and allocations of (a) the Company’s contribution and (b) plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s vested account.

Vesting

Participants are vested immediately in their contributions and any employer contributions qualifying as safe harbor contributions plus actual earnings thereon. For all other Company contributions, participants will vest according to the following schedule:

<u>Years of Service</u>	<u>Vesting Percentage</u>
0	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note A – Description of the Plan (Continued)

Notes Receivable From Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loan maturities must not be greater than five years from the date of the loan, but can be extended to a longer repayment term for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at rates that are commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest is paid ratably through bi-weekly payroll deductions.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant will receive the value of his or her entire account. For termination of service for other reasons, a participant will receive the value of the vested interest in his or her account. The actual benefit payment method used will depend on the participant's marital status as well as elections made by the participant and his or her spouse, if married. Generally, the benefits will be paid in the form of a 50% joint and survivor annuity, if married, or a life annuity, if unmarried, unless another form of benefit is elected. A participant may elect, with his or her spouse's consent, to receive a lump-sum amount or a different form annuity.

The Plan allows for automatic lump sum distributions of participant account balances that do not exceed \$1,000. If the account balance is greater than \$1,000 and less than or equal to \$55,000, and if a distribution election is not made within the required timeframe, that account will be rolled over into a rollover IRA and invested in an investment designed to preserve principal and provide a reasonable rate of return and equity.

Forfeited Accounts

At December 31, 2011 and 2010 forfeited non-vested accounts total \$10,626 and \$1,989 respectively. These accounts will first be used to pay plan expenses and reduce employer contributions. Any forfeiture left after paying plan expenses may be reallocated to eligible participants. There were no forfeitures reallocated to eligible participants or plan expenses during 2011 or 2010.

Note B – Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Use of Estimates

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note B – Summary of Significant Accounting Policies (Continued)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note E for 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.

Notes Receivable From Participants

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

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Plan expenses are paid by the Plan.

New Accounting Standards Update

Improving Disclosures about Fair Value Measurements - In January 2010, the Financial Accounting Standards Board ("FASB") issued guidance to improve the disclosures related to fair value measurements. The new guidance requires expanded fair value disclosures, including the reasons for significant transfers between Level 1 and Level 2 and the amount of significant transfers into each level disclosed separately from transfers out of each level. For Level 3 fair value measurements, information in the reconciliation of recurring Level 3 measurements about purchases, sales, issuances and settlements shall be presented separately on a gross basis, rather than as one net number. In addition, clarification is provided about existing disclosure requirements, such as presenting fair value measurement disclosures for each class of assets and liabilities that are determined based on their nature and risk characteristics and their placement in the fair value hierarchy (that is, Level 1, 2, or 3), as opposed to each major category of assets and liabilities, as required in the previous guidance. Disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements will be required for fair value measurement that fall in either Level 2 or Level 3. The new guidance is effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosures related to the gross presentation of purchases, sales, issuances and settlements for Level 3 fair value measurements, which are effective for reporting periods beginning after December 15, 2010. The Plan adopted the new guidance relating to the expanded disclosures effective December 31, 2010. The adoption did not have a material impact on the Plan's financial statements. The disclosures related to the gross Level 3 presentation will be included in the Plan's financial statements effective December 31, 2011.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note B – Summary of Significant Accounting Policies (Continued)

Subsequent Events

The Plan has evaluated subsequent events through October 15, 2012, the date the financial statements were available to be issued.

Note C – Certified Financial Information

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Principal Life Insurance Company, the Custodian of the Plan from January 1, 2011 to June 15, 2011 and Mid Atlantic Trust Company, the Trustee of the Plan from June 16, 2011 through December 31, 2011 have certified that the following data included in the accompanying financial statements and supplemental schedules are complete and accurate:

- Total investments and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2011 and 2010.
- Net investment loss and interest on notes receivable from participant loans as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2011.
- Schedule H, Line 4i – Schedule of Assets (Held At End of Year) as of December 31, 2011.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

Note D - Investments

The following presents investments that represent 5 percent or more of the Plan's net assets available for benefits at December 31:

	2011	2010
Vanguard Prime Money Market Fund	\$896,969	*
Vanguard Target Retirement 2050 Fund	\$446,353	*
Vanguard Government National Mortgage Association Fund	\$422,518	*
Vanguard 500 Index Trust Fund	\$349,547	*
Fidelity Contrafund	\$343,150	*
Russell LifePoints Growth Strategy Separate Account	**	\$574,762
Principal SmallCap Growth I Separate Account	**	\$348,877
Principal LargeCap S&P 500 Index Separate Account	**	\$338,595
Principal MidCap Growth III Separate Account	**	\$328,056
Principal International SmallCap Separate Account	**	\$315,512
Principal Bond and Mortgage Separate Account	**	\$291,333
Principal LargeCap Growth II Separate Account	**	\$278,284
Principal Money Market Separate Account	**	\$256,718
Russell LifePoints Balanced Strategy Separate Account	**	\$252,655

* Investment did not represent five percent of the Plan's net assets available for plan benefits as of December 31, 2010.

** Investment did not represent five percent of the Plan's net assets available for plan benefits as of December 31, 2011.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Notes to Financial Statements – Continued
December 31, 2011 and 2010

Note E – Fair Value Measurements

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

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Pooled separate accounts: Valued at net asset value (“NAV”), which is determined by the unit value based on underlying values of the investments.

Mutual funds: Valued at the NAV of shares held by the Plan at year end based on quoted prices in active markets.

Common stocks: Valued at the closing price reported on the New York Stock Exchange.

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

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2011 and 2010:

Fair Value Measurements at December 31, 2011

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Fixed income funds	\$1,437,874	\$ -	\$ -	\$1,437,874
Multi asset funds	1,371,026	-	-	1,371,026
Large cap stock funds	1,083,268	-	-	1,083,268
Small / mid-cap stock funds	1,017,675	-	-	1,017,675
International stock funds	256,039	-	-	256,039
Long term growth funds	204,242	-	-	204,242
Real estate investment trust fund ("REIT")	112,557	-	-	112,557
	<u>\$5,482,681</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$5,482,681</u>

Fair Value Measurements at December 31, 2010

	Level 1	Level 2	Level 3	Total
Pooled Separate Account Funds:				
Short-term fixed income funds (a)\$	- \$	256,718	\$ -	\$ 256,718
Fixed income funds (b)	-	305,190	-	305,190
Small US equity funds (c)	-	472,860	-	472,860
Mid US equity funds (d)	-	588,513	-	588,513
Large US equity funds (e)	-	660,986	-	660,986
International equity funds (f)	-	469,502	-	469,502
Balanced/asset allocation funds (g)	-	1,177,638	-	1,177,638
Real estate	-	-	87,183	87,183
Common Stocks:				
Medical instruments & supplies	225,433	-	-	225,433
Other	130,042	-	-	130,042
Mutual Funds:				
Fixed income funds	19,594	-	-	19,594
	<u>\$ 375,069</u>	<u>\$ 3,931,407</u>	<u>\$ 87,183</u>	<u>\$4,393,659</u>

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value (Continued)

The table below shows the summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2010:

	<u>Pooled Separate Account</u>
Balance, beginning of year	\$87,183
Sales	<u>(87,183)</u>
Balance, end of year	<u>\$ -</u>

The tables below present additional information for the Plan's investments, whose fair value is estimated using the practical expedient of reported net asset value (NAV) for the year ended December 31, 2010:

	Fair Value*	Unfunded Commitment	Expected Liquidation Term	Redemption Terms	Redemption Restrictions	Redemption Restrictions at 12/31/10
Pooled Separate Accounts:						
Short term fixed income ^(a)	\$256,718	\$	-	Immediate	None	None
Fixed income ^(b)	305,190	-	-	Immediate	None	None
Small US equity ^(c)	472,860	-	-	30 days	(j)	None
Mid US equity ^(d)	588,513	-	-	30 days	(k)	None
Large US equity ^(e)	660,986	-	-	30 days	(l)	None
International equity ^(f)	469,502	-	-	30 days	(m)	None
Balanced ^(g)	1,177,638	-	-	30 days	(n)	None

* Estimated using the NAV of the funds.

- The strategy of the short term fixed income funds is to invest mainly in short-term securities such as commercial paper.
- The strategy of the fixed income funds is to invest mainly in fixed securities such as domestic and foreign corporate bonds, asset backed securities and government bonds.
- The strategy of the small US equity funds is to invest mainly in equity securities of US companies with small market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note E – Fair Value (Continued)

- d) The strategy of the mid US equity funds is to invest mainly in equity securities of US companies with medium market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- e) The strategy of the large US equity funds is to invest mainly in large equity securities of US companies with large market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- f) The strategy of the international equity funds is to invest mainly in equity securities of non-US companies with small to medium market capitalization. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.
- g) The strategy of the balanced asset allocation funds is to invest mainly in domestic and foreign equity securities, real estate investments, and fixed income funds according to an asset allocation strategy designed for investors having various investment time horizons. Investments in this category can be redeemed once every 30 days at the current NAV per share based on the fair value of the underlying assets. Participants are not allowed to transfer back into this category until the 30 day period has expired.

Note F – Related-Party Transactions

Plan assets include investments in funds managed by Principal Life Insurance and Mid Atlantic Trust Company, the Custodian and Trustee of the Plan and, as such, qualify as party-in-interest transactions. Notes receivable from participants also qualify as party-in-interest transactions.

Note G – 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 the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their account balances.

Note H – Tax Status

On March 31, 2008, the Internal Revenue Service stated that the prototype adopted by the Plan as then designed, is in accordance with the applicable sections of the IRC and is exempt from federal income tax. The Plan has not received a determination letter specific to the Plan itself. The Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated, in all material respects, in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Notes to Financial Statements – Continued

December 31, 2011 and 2010

Note H – Tax Status (Continued)

U.S. GAAP require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Department of Labor or the Internal Revenue Service. The Plan is subject to routine audits by 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 2008.

Note I – Risks and Uncertainties

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

Note J – Nonexempt Transactions

During 2011, it was determined that the Company was refunded excess employer contributions out of Plan assets. The details of the nonexempt transaction have been disclosed on supplemental schedule, Schedule G, Part III, Line 4d – Schedule of Nonexempt Transactions. The Plan Sponsor is taking the appropriate actions to remediate the nonexempt transaction during 2012.

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Supplemental Schedules

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust

Schedule H – Line 4i – Schedule of Assets Held for Investment Purposes at End of Year

As of December 31, 2011

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par of Maturity Value	Cost	Current Value
	Mutual Funds:			
	Vanguard	Vanguard Prime Money Market Fund	**	896,969
	Vanguard	Vanguard Target Retirement 2050 Fund	**	446,353
	Vanguard	Vanguard Government National Mortgage Association Fund	**	422,518
	Vanguard	Vanguard 500 Index Trust Fund	**	349,547
	Fidelity Trust Company	Fidelity Contrafund	**	343,150
	American Funds	American Funds Small Capital World R6 Fund	**	284,245
	Vanguard	Vanguard Small Capital Growth Index Fund	**	284,126
	Columbia Management	Columbia Middle Capital Growth Fund Z	**	272,834
	Vanguard	Vanguard Target Retirement 2020 Fund	**	258,129
	Vanguard	Vanguard Target Retirement 2040 Fund	**	217,973
	Vanguard	Vanguard Target Retirement 2030 Fund	**	198,004
	Goldman Sachs	Goldman Sachs Middle Capital Value IR Fund	**	189,861
	American Funds	American Funds EuroPacific Growth R6 Fund	**	181,284
	American Funds	American Funds Washington Mutual R6 Fund	**	117,737
	Vanguard	Vanguard Real Estate Investment Trust Fund	**	112,557
	The Royce Funds	Royce Pennsylvania Mutual Fund	**	105,888
	PIMCO	PIMCO Total Return P Fund		97,011
	Franklin Templeton Investments	Templeton Global Bond Advisors Fund	**	85,727
	Vanguard	Vanguard Extended Market Index Fund	**	84,144
	Vanguard	Vanguard Target Retirement 2010 Fund	**	82,470
	Oppenheimer Funds	Oppenheimer Developing Markets Y Fund	**	74,755
	Vanguard	Vanguard Small Capital 600 Value Index Fund	**	69,411
	PIMCO	PIMCO Real Return P Fund	**	69,403
	Lord Abbett & Co.	Lord Abbett Fundamental Equity A Fund	**	65,959
	Prudential Investments	Prudential Jennison Natural Resources Z Fund	**	50,261
	Vanguard	Vanguard Balanced Index Fund	**	46,966
	Lord Abbett & Co.	Lord Abbett High Yield Fund	**	41,272
	PIMCO	Pacific Investment Management Company Low Duration Fund	**	32,660
	Vanguard	Vanguard Target Retirement Fund, Inc.	**	1,467
	Notes Receivable From Participants:			
	Notes receivable from participants	Participant Loans 4.25% - 9.50% with Various Terms	**	299,521
				<u>\$ 5,782,202</u>

** Cost information omitted for investments that are fully participant directed.

Diplomat Pharmacy, Inc. Profit Sharing Plan and Trust
Schedule G, Part III, Line 4d – Schedule of Nonexempt Transactions
December 31, 2011

Total That Constitute Nonexempt Prohibited
Transactions

Identity of party involved	Relationship to Plan employer of other party in interest	Description of transaction including rate or interest	Amount of deemed loan between Plan and party in interest	Net gain on transaction (loan interest)
Diplomat Pharmacy, Inc.	Employer	The Company was refunded employer contributions out of Plan assets	\$43,088	\$ -