Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
NATIONAL LIFT TRUCK COMPANIES PROFIT SHARING 401K PLAN AND TRUST

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 02/01/1998

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

NATIONAL LIFT TRUCK, INC.

3333 MT. PROSPECT ROAD
FRANKLIN PARK, IL 60131

2b Employer Identification Number (EIN) 36-2960004

2c Sponsor's telephone number 630-782-1000

2d Business code (see instructions) 423800

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/10/2013	JOHN SHAHINIAN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	108
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**	96
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	26
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	122
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	122
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	117
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	5
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2A 2E 2G 2J 2K 2R 2S

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

9a Plan funding arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

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

a Pension Schedules

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

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

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

A Name of plan
NATIONAL LIFT TRUCK COMPANIES PROFIT SHARING 401K PLAN AND TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
NATIONAL LIFT TRUCK, INC.

D Employer Identification Number (EIN)
36-2960004

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

MERRILL LYNCH, PIERCE, FENNER & SMI
4 WORLD FINANCIAL CENTER
NEW YORK, NY 10281

13-5674085

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 51 71	RECORDKEEPER	11037	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

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4 WORLD FINANCIAL CENTER
NEW YORK, NY 10281

13-5674085

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
52 59 60 63	RECORDKEEPER	0	Yes [X] No [ ]	Yes [ ] No [X]	39736	Yes [ ] No [X]

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

MERRILL LYNCH, PIERCE, FENNER, & SM
4 WORLD FINANCIAL CENTER
NEW YORK, NY 10281

13-5674085

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
NATIONAL LIFT TRUCK COMPANIES PROFIT SHARING 401K PLAN AND TRUST

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
NATIONAL LIFT TRUCK, INC.

D Employer Identification Number (EIN)
36-2960004

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

a Name of MTIA, CCT, PSA, or 103-12 IE: ML RETIREMENT PRESERVATION TRUST

b Name of sponsor of entity listed in (a): MERRILL LYNCH BANK USA

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)
22-6484011-001	C	0

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

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a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
NATIONAL LIFT TRUCK COMPANIES PROFIT SHARING 401K PLAN AND TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
NATIONAL LIFT TRUCK, INC.

D Employer Identification Number (EIN)
36-2960004

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	87154	218994
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	2616	2616
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	154175	150791
(2) U.S. Government securities	1c(2)	84091	37717
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	78118	68312
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	1314808	1563179
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	155180	137718
(9) Value of interest in common/collective trusts	1c(9)	1167811	929332
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	4496446	5340136
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	7540399	8448795
	Liabilities			
g	Benefit claims payable	1g	18494	27448
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	18494	27448
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	7521905	8421347

Part II Income and Expense Statement

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

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	253305	
	(B) Participants	2a(1)(B)	283090	
	(C) Others (including rollovers)	2a(1)(C)	1806	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		538201
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	5551	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		5551
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	73059	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		73059
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	529071	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	520309	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		8762
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	676326	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		676326

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		24516
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1326415
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	425550	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		425550
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	1423	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1423
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		426973
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		899442
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: CHARLES J. GRIES & CO., L.L.P. **(2)** EIN: 36-3383864

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
NATIONAL LIFT TRUCK COMPANIES PROFIT SHARING 401K PLAN AND TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
NATIONAL LIFT TRUCK, INC.

D Employer Identification Number (EIN)
36-2960004

Part I Distributions

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

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

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

EIN(s): 22-3513863

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** 16

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
Financial Statements

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cjg partners LLP

Certified Public Accountants & Advisors

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Independent Auditor's Report

Plan Administrator
National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by Bank of America, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule H, Line 4i – Schedule of Assets Held at End of Year, which is the responsibility of plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

cjg partners LLP

Certified Public Accountants & Advisors

Independent Auditor's Report

Plan Administrator
National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
(Continued)

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

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

cjg partners LLP

cjg partners LLP
Certified Public Accountants

Schaumburg, Illinois
October 4, 2013

National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
Statements of Net Assets Available for Plan Benefits
December 31, 2012 and 2011

	2012	*2011*
Investments		
At Fair Value		
Mutual funds	$ 5,203,780	$ 4,385,738
Common/collective trust funds	929,332	1,167,811
Self-directed brokerage accounts	1,956,355	1,741,900
Total Investments	8,089,467	7,295,449
Other Assets		
Receivables		
Participant notes receivable	137,718	155,180
Accured nterest	2,616	2,616
Employer	218,994	87,154
Total Other Assets	359,328	244,950
Total Assets	8,448,795	7,540,399
Liabilities		
Benefits payable	27,448	18,494
Total Liabilities	27,448	18,494
Net Assets Reflecting All Investments at Fair Value	8,421,347	7,521,905
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(30,384)	(5,868)
Net Assets Available for Plan Benefits	$ 8,390,963	$ 7,516,037

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

National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
Statement of Changes in Net Assets Available for Plan Benefits
For the Year Ended December 31, 2012

Additions to Net Assets Attributed to:		
Investment Income:		
Net appreciation in fair value of investments	$	685,088
Dividend and other investment income		73,059
Total Investment Income		758,147
Interest - Participant Notes Receivable		5,551
Contributions		
Participants		283,090
Employer		253,305
Rollovers		1,806
Total Contributions		538,201
Total Additions		1,301,899
Deductions from Net Assets Attributed to:		
Benefits paid to participants		425,550
Administrative expenses		1,423
Total Deductions		426,973
Net Increase		874,926
Net Assets Available for Benefits		
Beginning of Year		7,516,037
End of Year	$	8,390,963

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

1. Summary of Accounting Policies

Basis of Accounting

The financial statements of the National Lift Truck Companies Profit Sharing 401(k) Plan and Trust (the "Plan") have been prepared under the accrual method of accounting.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Administrative Expenses

The costs incurred in the administration of the Plan are paid by the Plan Sponsor, other than mentioned above.

New Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update 2011-04, *Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs* ("ASU 2011-04). ASU 2011-04 amended Accounting Standards Codification ("ASC") 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in GAAP and International Financial Reporting Standards ("IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. The provisions of ASU 2011-04 did not have a material effect on the Plan's financial statements.

Subsequent Events

In accordance with FASB ASC Topic 855, *Subsequent Events,* the Plan evaluated subsequent events through October 4, 2013, the date these financial statements were available to be issued. There were no material subsequent events that required recognition or additional disclosure in these financial statements.

Investments and Income Recognition

The Plan's investments are stated at fair value. Shares of mutual funds are valued at quoted market price, which represent the net asset value of shares held by the Plan at year end. The self-directed brokerage accounts consist of common stocks, money market funds, U.S. Government and corporate bonds, and mutual funds. Common stocks are valued at quoted market prices; money market funds are valued at cost, which approximates fair value. U.S. Government securities and corporate bonds are valued at estimated fair value basis on similar securities by a third party. Common collective trust funds are stated at fair value as determined by the issuer of the common collective trust funds based on the fair market value of the underlying investments. Common collective trust funds with underlying investments in investments contracts are valued at fair market value of the underlying investments and then adjusted by the issuer to contract value.

1. **Summary of Accounting Policies (Continued)**

Investments and Income Recognition (Continued)

The Invesco Stable Value Retirement Trust, a short-term bond fund (the "Fund"), is a collective trust fund sponsored by Invesco National Trust Company, effective as of November, 19 2010. The beneficial interest of each participant is represented by units. Units are issued and redeemed daily at the Fund's constant net asset value of $1 per unit. Distributions to the Fund's unit holders are declared daily from the net investment income and automatically reinvested in the Fund on a monthly basis, when paid. It is the policy of the Fund to use its best efforts to maintain a stable net asset value of $1 per unit; although there is no guarantee that the Fund will be able to maintain this value.

Participants ordinarily may direct the withdrawal or transfer of all or a portion of their investment at contract value. Contract value represents contributions made to the Fund, plus earnings, less participant withdrawals and administrative expenses. The Fund imposes certain restrictions on the Plan, and the Fund itself, may be subject to circumstances that impact its ability to transact at contract value. Plan management believes that the occurrence of events that would cause the Fund to transact at less than contract value is not probable. The average yield of the contract earned and credited to participants was 1.01% in 2012.

In accordance with ASC Topic 962, *Plan Accounting-Defined Contribution Pension Plans*, the Fund is included at fair value in the statement of net assets available for plan benefits at December 31, 2012, and an additional line item is presented representing the adjustment from fair value to contract value. The statement of changes in net assets available for plan benefits for the year ended December 31, 2012, is presented on a contract value basis.

Purchases and sales of securities are recorded on a trade-date. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Management fees and operating expenses charged to mutual fund investments are deducted from income earned on a daily basis and are not separately reflected. Management fees and operating expenses charged to the Plan for investments in the common collective trust funds are accrued daily and charged to the Plan at the end of each month. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments. Account and investments management fees charged on accounts maintained for the benefit of participants that are invested in individual securities are charged directly to the account and recorded as administrative expenses in the statement of changes in net assets available for plan benefits.

2. **Plan Description**

The following description of the National Lift Truck Companies Profit Sharing 401(k) Plan and Trust provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

2. **Plan Description (Continued)**

General

The Plan was adopted by National Lift Truck, Inc. (Plan Administrator and Sponsor) during January 1994 for certain employees of National Lift Truck, Inc. (the "Company"), National Battery, Inc., National Lift of Arkansas, Inc., and Nissan Liftrucks of Memphis, L.L.C. (together with the Company, the "Employer"). The Plan Administrator maintains all necessary employment records and determines participant eligibility.

Participation and Vesting

Full-time and part time non-union employees of the Employer become eligible to participate in the Plan on the first day of the quarter following their completion of one month of service. The Plan includes an automatic contribution arrangement feature, whereby eligible employees are automatically enrolled in the Plan with a pre-tax deferral rate of 3% of eligible wages, unless the participants elect to opt-out of this feature within 45 days. Furthermore, automatically enrolled participants will have their deferral percentage automatically increased in 1% increments annually on their enrollment anniversary date, capped at 10%.

Participants are immediately vested in their elective and employer matching contributions, plus actual earnings thereon. Vesting in the Employer's non-elective contribution portion of their account is based on years of continuous service. A participant is 100% vested after six years of service as follows:

Years of Service	*Vesting Percentage*
Less than 2 years	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Payments of Benefits

Upon termination of services due to death, disability, or retirement, a participant may elect to take a lump-sum distribution, a series of equal installments over a period not exceeding ten years, or the purchase of an annuity contract.

Participants' Accounts

Each participant's account is credited with the participant's contribution and allocations of (a) the Employer's matching contribution, (b) the Employer's non-elective contribution, (c) plan earnings, and (d) forfeitures of terminated participants' non-vested accounts. 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.

The Plan currently offers a collective trust fund, fourteen mutual funds, and self-directed brokerage accounts as investment options for participants.

2. **Plan Description (Continued)**

Participant Contributions

No contributions are required by participants. However, under the terms of the Plan, a participant may elect to defer a portion of their earnings, limited to the maximum allowable amount under the Internal Revenue Code ("IRC"). 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 distribution from other qualified defined benefit or contribution plans. Participants direct the investment of their contribution into various investment options offered by the Plan.

Company Contributions

The Employer will match 25% of the first 4% of each participant's contribution up to 1% of their compensation. The Employer also makes a discretionary non-elective contribution which is allocated to all eligible employees based on the order as follows:

1. An amount equal to 1% shall be allocated to each participant's account based on their annual compensation.
2. Class A – Shareholder-Employees – Lesser of 25% of compensation or $30,000.
3. Class B – Executive Managers – 2 times the allocation percentage of Class D.
4. Class C – Managers – One and one half (1.5) times the allocation percentage of Class D.
5. Class D - .25% of all compensation.

If there is a balance to be allocated after Class D, the entire process is repeated until all funds have been allocated.

The Employer also has the option to allocate the total contribution to each class based on each participant's compensation as a percentage of the whole class of compensation.

Discretionary employer contributions totaled $253,305 for the year ended December 31, 2012.

Forfeitures

Unallocated forfeitures at December 31, 2012, totaled $4,731. These amounts will be used to reduce future Employer contributions.

Participant Loans

The Plan allows participants to take out loans secured by their vested account balances. Participants may borrow a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loans must be repaid within five years except for loans used to purchase the participant's principle residence. Interest is charged at a rate similar to that charged by a lending institution for a similar loan. Interest rates range from 4.25% to 9.25% for those loans outstanding at December 31, 2012. Principal and interest are paid ratably through payroll deductions.

3. Investments

The following table presents the fair value of investments at December 31 that represent 5% or more of the Plan's net assets. The Plan does not have any non-participant-directed investments.

	2012	*2011*
Investments at fair value:		
Blackrock Fundamental Growth FD	$ 1,005,134	$ 907,904
Oppenheimer Global Allocation	813,581	741,971
Invesco Stable Value Retirement Trust	929,332	1,167,811
Massachusetts Investors Growth Stock Fund	1,106,964	932,052
Sentinel Government	426,932	361,752

During 2012, the Plan's investments (including investments bought, sold and held during the year) appreciated in value by $685,088 as follows:

Mutual funds	$ 518,047
Self-directed accounts	167,041
Total	$ 685,088

4. Fair Value Measurements

FASB ASC 820, *Fair Value Measurements and Disclosures*, establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quotes and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs consist of significant unobservable inputs and have the lowest priority. The Plan did not have any investments utilizing Level 3 inputs at December 31, 2012 or 2011. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. There were no transfers in or out of Levels 1, 2, or 3 for the year ended December 31, 2012.

Level 1 Fair Value Measurements

The fair value of money market investments is valued at cost. The fair value of mutual funds is based on quoted net asset values held by the Plan at year-end. The fair values of common stocks are based on the closing price reported on the active market where the individual securities are traded.

Level 2 Fair Value Measurements

At December 31, 2012, the fair value of the common trust fund, Invesco Stable Value Retirement Trust, is based on information provided by the issuer of the Fund, by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer of the specific instruments held by the fund at the end of the year. Corporate bonds, U.S. Treasury and Agency bonds are valued by a third party brokerage house. As of December 31, 2012, all investments held by the common trust fund (Merrill Lynch Retirement Trust) are stated at amortized cost, which approximates market value.

4. **Fair Value Measurements (Continued)**

Level 2 Fair Value Measurements

The Plan's investments are reported at fair value in the accompanying statements of net assets available for plan benefits. The following tables set forth the Plan's financial assets that were accounted for at fair value on a recurring basis:

		Fair Value Measurements Using	
	Fair Value	(Level 1)	(Level 2)
December 31, 2012			
Mutual funds			
Growth funds	$ 3,546,146	$ 3,546,146	$ -
Bond funds	265,224	265,224	
Value funds	554,114	554,114	-
Government funds	426,931	426,931	-
Blended funds	411,315	411,315	-
Other funds	50	50	-
Total mutual funds	5,203,780	5,203,780	-
Common/collective trust funds	929,332	-	929,332
Self-directed investments:			
Money markets and cash	150,791	150,791	-
Common stock			
Industrials	221,982	221,982	-
Consumer	453,647	453,647	-
Healthcare	229,389	229,389	-
Energy	59,952	59,952	-
Technology	285,600	285,600	-
Communication	90,880	90,880	-
Financial services	20,035	20,035	-
Basic materials	98,851	98,851	-
Service	95,212	95,212	
Mutual and exchange traded funds			
Growth	56,525	56,525	-
Value	34,819	34,819	
Fixed income	52,644	52,644	-
U.S. Treasury and Agency bonds	68,311	-	68,311
Corporate bonds	37,717	-	37,717
Total self-directed investments	1,956,355	1,850,327	106,028
Total	$ 8,089,467	$ 7,054,107	$ 1,035,360

4. Fair Value Measurements (Continued)

	Fair Value	Fair Value Measurements Using (Level 1)	(Level 2)
December 31, 2011			
Mutual funds			
Growth funds	$ 3,067,089	$ 3,067,089	$ -
Allocation funds			-
Value funds	442,198	442,198	-
Government funds	361,752	361,752	-
Blended funds	325,706	325,706	-
Other funds	188,993	188,993	-
Total mutual funds	4,385,738	4,385,738	-
Common/collective trust funds	1,167,811	-	1,167,811
Self-directed investments:			
Money markets and cash	154,175	154,175	-
Common stock			
Industrials	331,878	331,878	-
Consumer	325,517	325,517	-
Healthcare	179,771	179,771	-
Energy	138,407	138,407	-
Technology	164,337	164,337	-
Communication	109,275	109,275	-
Financial services	260	260	-
Other	65,363	65,363	-
Mutual and exchange traded funds			
Blended funds	95,509	95,509	-
Other	15,199	15,199	-
U.S. Treasury and Agency bonds	84,091	-	84,091
Corporate bonds	78,118	-	78,118
Total self-directed Investments	1,741,900	1,579,691	162,209
Total	$ 7,295,449	$ 5,965,429	$ 1,330,020

Gains and losses (realized and unrealized) included in the changes in net assets available for plan benefits for the year ended December 31, 2012 are reported in net appreciation in fair value of investments.

5. Plan Termination

Although it has not expressed any intent to do so, the Employer 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 accounts.

6. Income Tax Status

The Plan obtained its latest determination letter on March 23, 1994, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with applicable requirements of the Internal Revenue Code (the IRC). The Plan has since been amended and restated. However, the Plan Administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

In accordance with GAAP, the Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; 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 the years prior to 2009.

7. Risk and Uncertainties

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

8. Summary of Information Certified by Plan Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustees:

	2012	*2011*
Investments, at fair value:		
Mutual funds	$ 5,203,780	$ 4,385,738
Common/collective trust funds	929,332	1,167,811
Self-directed brokerage accounts	1,956,355	1,741,900
Participants notes receivable	137,718	155,180
Accrued interest	2,616	2,616
Investment & interest income/(loss)	763,698	(105,611)
Benefits paid to participants	425,550	723,018
Administrative expenses	1,423	2,178

9. Parties-in-Interest

Merrill Lynch Bank & Trust Co, FSB is the depository for the Plan's assets and invests funds in accordance with the Trust Agreement. Transactions with parties-in-interest included purchases and sales of assets through the Trustee, contributions from the Company and fees paid to the Trustee and auditors.

10. Reconciliation of Financial Statements to Schedule H of Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500:

	2012	*2011*
Net assets available for benefits per the financial statements	$8,390,963	$ 7,516,037
Adjustment to fair value from contract value for fully benefit-responsive investments contracts	30,384	5,868
Net assets available for benefits per Schedule H of Form 5500	$8,421,347	$ 7,521,905

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

Net increase in net assets available for benefits per the financial statements	$ 874,926
Adjustment to fair value from contract value for fully benefit-responsive investment contracts	24,516
Net increase in net assets available for benefits per Schedule H of Form 5500	$ 899,442

Supplementary Information

National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
Schedule H, Line 4i - Schedule of Assets Held at End of Year
36-2960004
Plan # 003
December 31, 2012

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost **	(e) Current Value
	ABB Ltd	Common Stock	$ -	$ 6,757
	Abbott Labs	Common Stock	-	49,384
	Amazon.com, Inc.	Common Stock	-	45,909
	American Midstream	Common Stock	-	5,456
	Anadarko Pete Corp.	Common Stock	-	9,289
	Annaly Capital Management, Inc.	Common Stock	-	7,020
	AOL	Common Stock	-	178
	Apple, Inc.	Common Stock	-	133,043
	AT&T	Common Stock	-	68,634
	Bank of America Corp.	Common Stock	-	12,771
	Baxter International	Common Stock	-	11,665
	Bemis Company, Inc.	Common Stock	-	5,019
	Boeing Company	Common Stock	-	56,520
	BP PLC - Sponsored ADR	Common Stock	-	49,968
	Celgene Corp.	Common Stock	-	5,885
	Caterpillar, Inc	Common Stock	-	58,246
	Century Link, Inc.	Common Stock	-	45,966
	Coca Cola Company	Common Stock	-	58,000
	Comcast Corp	Common Stock	-	3,587
	Conoco Phillips	Common Stock	-	42,043
	Eli Lilly & Co.	Common Stock	-	49,320
	Energy Transfer Partners	Common Stock	-	34,523
	Facebook, Inc.	Common Stock	-	7,986
	Freeport McMoran Cooper & Gold	Common Stock	-	6,840
	General Mills	Common Stock	-	11,116
	Google, Inc	Common Stock	-	45,272
	Honeywell, Int'l	Common Stock	-	69,817
	Intel Corp	Common Stock	-	8,248
	Johnson and Johnson Company	Common Stock	-	49,070
	Kimberly Clark	Common Stock	-	51,091
	Kraft Foods, Inc	Common Stock	-	27,282
	Libbey, Inc	Common Stock	-	9,675
	Macquarie GL Infrstrc TR	Common Stock	-	7,628
	Marathon Oil Corp	Common Stock	-	18
	McDonalds Corp	Common Stock	-	63,952
	McKesson Corporation	Common Stock	-	14,544
	Microsoft Corp	Common Stock	-	10,684
	Mondelez International	Common Stock	-	57,906
	Motorola Solutions, Inc	Common Stock	-	1,169
	Old Second Bancorp	Common Stock	-	244
	Oracle Corp	Common Stock	-	6,664
	Oshkosh Corporation	Common Stock	-	53,370
	Pfizer, Inc	Common Stock	-	56,073
	Phillip Morris Int'l	Common Stock	-	12,546
	Procter & Gamble Co	Common Stock	-	40,734
	Qualcomm, Inc.	Common Stock	-	9,279
	Sabmiller PLC	Common Stock	-	10,332
	Sonic Foundry, Inc	Common Stock	-	10,355
	Thermo Fisher Scientific	Common Stock	-	7,973

National Lift Truck Companies
Profit Sharing 401(k) Plan and Trust
Schedule H, Line 4i - Schedule of Assets Held at End of Year
36-2960004
Plan # 003
December 31, 2012

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost **	(e) Current Value
	Time Warner, Inc	Common Stock	-	3,157
	Time Warner Cable Inc.	Common Stock	-	1,555
	United Techs Corp	Common Stock	-	37,400
	Vodafone Group, Inc	Common Stock	-	8,187
	Wal-Mart Stores, Inc.	Common Stock	-	49,467
	Windstream Corp	Common Stock	-	8,918
	Xcel Energy, Inc.	Common Stock	-	10,684
	XPO Logistics, Inc.	Common Stock	-	34,760
	BIF Money Fund	Money Market	-	150,791
	First Trust Emerging	Mutual Fund	-	10,556
	Global X Silver Miners	Mutual Fund	-	4,530
	iShares Silver	Mutual Fund	-	7,343
	Proshares Trust	Mutual Fund	-	10,119
	SPDR Gold Trust	Mutual Fund	-	24,303
	Vanguard Short Term Bond	Mutual Fund	-	52,644
	Vanguard Small Cap Value	Mutual Fund	-	17,073
	Vanguard Small Cap	Mutual Fund	-	9,793
	Baxtar Int Bond	4.625% due 3/15/15	-	10,830
	Shell International Fin	5.20% due 3/22/17	-	11,709
	General Electric Co Bond	5.25% due 12/6/17	-	11,792
	Swiss Re Solutions	6.45% due 3/1/19	-	11,648
	Charles Schwab Corp	4.45% due 7/22/20	-	11,301
	HSBC Finance Corp	5.6% due 2/15/18	-	11,032
	Accrued Int on Corporate bonds	Accrued interest	-	2,616
	GNM Pool 566499	Pool Mortgage	-	30,197
	GNM Pool 651674	Pool Mortgage	-	7,520
	Invesco Stable Value Retirement Trust	Common Trust Fund	-	929,332
	JP Morgan Mid-Cap Value Fd	Mutual Fund	-	203,519
	Allianz RCM Tech Cl	Mutual Fund	-	68,591
	Blackrock Fundamental Growth Fd	Mutual Fund	-	1,005,134
	MFS Value Fund	Mutual Fund	-	350,639
	Oppenheimer Global Allocation	Mutual Fund	-	813,581
	Mass Investment Growth Stk Fd	Mutual Fund	-	1,106,964
	Blackrock Capital APP GM	Mutual Fund	-	224,869
	Blackrock International	Mutual Fund	-	68,202
	Blackrock International GM	Mutual Fund	-	136,154
	Blackrock International I	Mutual Fund	-	46,114
	Calamos International	Mutual Fund	-	160,540
	Delaware Investment Div Inc	Mutual Fund	-	265,224
	Ivy Mid Cap Growth Fund	Mutual Fund	-	166,466
	Putnam Capital Opp Fund	Mutual Fund	-	160,846
	Sentinel Government	Mutual Fund	-	426,932
*	Participant Loans	Participant Loans ***	-	137,718
			$ -	$ 8,229,801

* - Indicates a party-in-interest
** - Cost information is not required for participant-directed investments
*** - Interest rates range from 4.25% to 9.25%

PARTY IN INTEREST -
IDENTITY - ABB Ltd
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 6757

PARTY IN INTEREST -
IDENTITY - Abbott Labs
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 49384

PARTY IN INTEREST -
IDENTITY - Amazon.com, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 45909

PARTY IN INTEREST -
IDENTITY - American Midstream
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 5456

PARTY IN INTEREST -
IDENTITY - Anadarko Pete Corp.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 9289

PARTY IN INTEREST -
IDENTITY - Annaly Capital Mana
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 7020

PARTY IN INTEREST -
IDENTITY - AOL
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 178

PARTY IN INTEREST -
IDENTITY - Apple, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 133043

PARTY IN INTEREST -
IDENTITY - AT&T
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 68634

PARTY IN INTEREST -
IDENTITY - Bank of America Cor
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 12771

PARTY IN INTEREST -
IDENTITY - Baxter Internationa
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 11665

PARTY IN INTEREST -
IDENTITY - Bemis Company, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 5019

PARTY IN INTEREST -
IDENTITY - Boeing Company
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 56520

PARTY IN INTEREST -
IDENTITY - BP PLC - Sponsored
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 49968

PARTY IN INTEREST -
IDENTITY - Celgene Corp.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 5885

PARTY IN INTEREST -
IDENTITY - Caterpillar, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 58246

PARTY IN INTEREST -
IDENTITY - Century Link, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 45966

PARTY IN INTEREST -
IDENTITY - Coca Cola Company
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 58000

PARTY IN INTEREST -
IDENTITY - Comcast Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 3587

PARTY IN INTEREST -
IDENTITY - Conoco Phillips
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 42043

PARTY IN INTEREST -
IDENTITY - Eli Lilly & Co.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 49320

PARTY IN INTEREST -
IDENTITY - Energy Transfer Par
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 34523

PARTY IN INTEREST -
IDENTITY - Facebook, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 7986

PARTY IN INTEREST -
IDENTITY - Freeport McMoran Co
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 6840

PARTY IN INTEREST -
IDENTITY - General Mills
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 11116

PARTY IN INTEREST -
IDENTITY - Google, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 45272

PARTY IN INTEREST -
IDENTITY - Honeywell, Int'l
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 69817

PARTY IN INTEREST -
IDENTITY - Intel Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 8248

PARTY IN INTEREST -
IDENTITY - Johnson and Johnson
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 49070

PARTY IN INTEREST -
IDENTITY - Kimberly Clark
DESCRIPTION - Common Stock
COST - 0

CURRENT VALUE - 51091

PARTY IN INTEREST -
IDENTITY - Kraft Foods, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 27282

PARTY IN INTEREST -
IDENTITY - Libbey, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 9675

PARTY IN INTEREST -
IDENTITY - Macquarie GL Infrst
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 7628

PARTY IN INTEREST -
IDENTITY - Marathon Oil Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 18

PARTY IN INTEREST -
IDENTITY - McDonalds Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 63952

PARTY IN INTEREST -
IDENTITY - McKesson Corporatio
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 14544

PARTY IN INTEREST -
IDENTITY - Microsoft Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 10684

PARTY IN INTEREST -
IDENTITY - Mondelez Internatio
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 57906

PARTY IN INTEREST -
IDENTITY - Motorola Solutions,
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 1169

PARTY IN INTEREST -
IDENTITY - Old Second Bancorp
DESCRIPTION - Common Stock

COST - 0
CURRENT VALUE - 244

PARTY IN INTEREST -
IDENTITY - Oracle Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 6664

PARTY IN INTEREST -
IDENTITY - Oshkosh Corporation
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 53370

PARTY IN INTEREST -
IDENTITY - Pfizer, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 56073

PARTY IN INTEREST -
IDENTITY - Phillip Morris Int'
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 12546

PARTY IN INTEREST -
IDENTITY - Procter & Gamble Co
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 40734

PARTY IN INTEREST -
IDENTITY - Qualcomm, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 9279

PARTY IN INTEREST -
IDENTITY - Sabmiller PLC
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 10332

PARTY IN INTEREST -
IDENTITY - Sonic Foundry, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 10355

PARTY IN INTEREST -
IDENTITY - Thermo Fisher Scien
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 7973

PARTY IN INTEREST -
IDENTITY - Time Warner, Inc.

DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 3157

PARTY IN INTEREST -
IDENTITY - Time Warner Cable I
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 1555

PARTY IN INTEREST -
IDENTITY - United Techs Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 37400

PARTY IN INTEREST -
IDENTITY - Vodafone Group, Inc
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 8187

PARTY IN INTEREST -
IDENTITY - Wal-Mart Stores, In
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 49467

PARTY IN INTEREST -
IDENTITY - Windstream Corp
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 8918

PARTY IN INTEREST -
IDENTITY - Xcel Energy, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 10684

PARTY IN INTEREST -
IDENTITY - XPO Logistics, Inc.
DESCRIPTION - Common Stock
COST - 0
CURRENT VALUE - 34760

PARTY IN INTEREST -
IDENTITY - BIF Money Fund
DESCRIPTION - Money Market
COST - 0
CURRENT VALUE - 150791

PARTY IN INTEREST -
IDENTITY - First Trust Emergin
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 10556

PARTY IN INTEREST -

IDENTITY - Global X Silver Min
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 4530

PARTY IN INTEREST -
IDENTITY - iShares Silver
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 7343

PARTY IN INTEREST -
IDENTITY - Proshares Trust
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 10119

PARTY IN INTEREST -
IDENTITY - SPDR Gold Trust
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 24303

PARTY IN INTEREST -
IDENTITY - Vanguard Short Term
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 52644

PARTY IN INTEREST -
IDENTITY - Vanguard Small Cap
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 17073

PARTY IN INTEREST -
IDENTITY - Vanguard Small Cap
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 9793

PARTY IN INTEREST -
IDENTITY - Baxtar Int Bond
DESCRIPTION - 4.625% due 3/15/15
COST - 0
CURRENT VALUE - 10830

PARTY IN INTEREST -
IDENTITY - Shell International
DESCRIPTION - 5.20% due 3/22/17
COST - 0
CURRENT VALUE - 11709

PARTY IN INTEREST -
IDENTITY - General Electric Co
DESCRIPTION - 5.25% due 12/6/17
COST - 0
CURRENT VALUE - 11792

PARTY IN INTEREST -
IDENTITY - Swiss Re Solutions
DESCRIPTION - 6.45% due 3/1/19
COST - 0
CURRENT VALUE - 11648

PARTY IN INTEREST -
IDENTITY - Charles Schwab Corp
DESCRIPTION - 4.45% due 7/22/20
COST - 0
CURRENT VALUE - 11301

PARTY IN INTEREST -
IDENTITY - HSBC Finance Corp
DESCRIPTION - 5.6% due 2/15/18
COST - 0
CURRENT VALUE - 11032

PARTY IN INTEREST -
IDENTITY - Accrued Int on Corp
DESCRIPTION - Accrued interest
COST - 0
CURRENT VALUE - 2616

PARTY IN INTEREST -
IDENTITY - GNM Pool 566499
DESCRIPTION - Pool Mortgage
COST - 0
CURRENT VALUE - 30197

PARTY IN INTEREST -
IDENTITY - GNM Pool 651674
DESCRIPTION - Pool Mortgage
COST - 0
CURRENT VALUE - 7520

PARTY IN INTEREST -
IDENTITY - Invesco Stable Valu
DESCRIPTION - Common Trust Fund
COST - 0
CURRENT VALUE - 929332

PARTY IN INTEREST -
IDENTITY - JP Morgan Mid-Cap
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 203519

PARTY IN INTEREST -
IDENTITY - Allianz RCM Tech Cl
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 68591

PARTY IN INTEREST -
IDENTITY - Blackrock Fundament
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 1005134

PARTY IN INTEREST -
IDENTITY - MFS Value Fund
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 350639

PARTY IN INTEREST -
IDENTITY - Oppenheimer Global
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 813581

PARTY IN INTEREST -
IDENTITY - Mass Investment Gro
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 1106964

PARTY IN INTEREST -
IDENTITY - Blackrock Capital A
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 224869

PARTY IN INTEREST -
IDENTITY - Blackrock Internati
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 68202

PARTY IN INTEREST -
IDENTITY - Blackrock Internati
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 136154

PARTY IN INTEREST -
IDENTITY - Blackrock Internati
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 46114

PARTY IN INTEREST -
IDENTITY - Calamos Internation
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 160540

PARTY IN INTEREST -
IDENTITY - Delaware Investment
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 265224

PARTY IN INTEREST -
IDENTITY - Ivy Mid Cap Growth
DESCRIPTION - Mutual Fund
COST - 0

CURRENT VALUE - 166466

PARTY IN INTEREST -
IDENTITY - Putnam Capital Opp
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 160846

PARTY IN INTEREST -
IDENTITY - Sentinel Government
DESCRIPTION - Mutual Fund
COST - 0
CURRENT VALUE - 426932

PARTY IN INTEREST - X
IDENTITY - Participant Loans
DESCRIPTION - Participant Loans
COST - 0
CURRENT VALUE - 137718