

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information		
1a	Name of plan <u>MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>003</u>
		1c	Effective date of plan <u>07/02/1989</u>
2a	Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>MERCY MEMORIAL HOSPITAL SYSTEM</u> <u>718 NORTH MACOMB STREET</u> <u>MONROE, MI 48162</u>	2b	Employer Identification Number (EIN) <u>38-1984289</u>
		2c	Sponsor's telephone number <u>734-240-4401</u>
		2d	Business code (see instructions) <u>622000</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2013	THOMAS W. SCHILLING
	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 ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 2042
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	1744
b Retired or separated participants receiving benefits.....	6b	23
c Other retired or separated participants entitled to future benefits.....	6c	401
d Subtotal. Add lines 6a , 6b , and 6c	6d	2168
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	2168
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	1755
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	212
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: 2F 2G 2L 2T		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>2</u> 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/> 2012 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MERCY MEMORIAL HOSPITAL SYSTEM</u>	D Employer Identification Number (EIN) <u>38-1984289</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

METROPOLITAN LIFE INSURANCE COMPANY

(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>13-5581829</u>	<u>65978</u>	<u>32301</u>	<u>1971</u>	<u>01/01/2012</u>	<u>12/31/2012</u>

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 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>11347</u>	<u>0</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

METLIFE SECURITIES INC.
1095 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
<u>11347</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	8184172
c Additions: (1) Contributions deposited during the year	7c(1)	0
(2) Dividends and credits	7c(2)	0
(3) Interest credited during the year	7c(3)	185595
(4) Transferred from separate account	7c(4)	4653228
(5) Other (specify below)	7c(5)	0
(6) Total additions	7c(6)	4838823
d Total of balance and additions (add lines 7b and 7c(6))	7d	13022995
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	0
(2) Administration charge made by carrier	7e(2)	0
(3) Transferred to separate account	7e(3)	4591792
(4) Other (specify below)	7e(4)	0
(5) Total deductions	7e(5)	4591792
f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	8431203

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)	
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)	
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)	
(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 line 9c(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, line 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 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/> 2012 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MERCY MEMORIAL HOSPITAL SYSTEM</u>	D Employer Identification Number (EIN) <u>38-1984289</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

ING LIFE INSURANCE AND ANNUITY COMPANY

(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>71-0294708</u>	<u>86509</u>	<u>VF6072</u>	<u>94</u>	<u>01/01/2012</u>	<u>12/31/2012</u>

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 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>3342</u>	<u>0</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

TOMLIN SILBURN
3470 PASADENA DR
TROY, MI 48083

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
<u>2037</u>			<u>3</u>

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

CARDONE TOBIAS
2760 CENTIENNIAL RD
TOLEDO, OH 43617

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
<u>1305</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	

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	195869
5 Current value of plan's interest under this contract in separate accounts at year end	5	1032455

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	273215
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c Additions: (1) Contributions deposited during the year	7c(1)	104166
(2) Dividends and credits	7c(2)	0
(3) Interest credited during the year	7c(3)	7047
(4) Transferred from separate account	7c(4)	292806
(5) Other (specify below)	7c(5)	59515

▶ LOAN REPAYMENTS, ADJUSTMENTS, TRANSFERS, INTEREST EARNED,

(6) Total additions	7c(6)	463534
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d Total of balance and additions (add lines 7b and 7c(6))	7d	736749
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	333970
(2) Administration charge made by carrier	7e(2)	793
(3) Transferred to separate account	7e(3)	201757
(4) Other (specify below)	7e(4)	0

(5) Total deductions	7e(5)	536520
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	200229
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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)	
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)	
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)	
(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 line 9c(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, line 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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

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

A Name of plan <u>MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MERCY MEMORIAL HOSPITAL SYSTEM</u>	D Employer Identification Number (EIN) <u>38-1984289</u>

Part I	Service Provider Information (see instructions)
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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

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

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

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

ING LIFE INSURANCE AND ANNUITY CO

71-0294708

(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?
60 64 65 66	NONE	538	Yes ☒ No ☐	Yes ☒ No ☐	16644	Yes ☐ No ☒

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

ING MUTUAL FUNDS

95-4516049

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 52 63	NONE	0	Yes ☒ No ☐	Yes ☐ No ☒	5021	Yes ☐ No ☒

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

METROPOLITAN LIFE INSURANCE CO

13-5581829

(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?
50 52 62 64 73	NONE	59776	Yes ☒ No ☐	Yes ☒ No ☐	70418	Yes ☐ No ☒

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY COMP	60 66	2058

(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.
FIDELITY VIP CONTRAFUND PORTFOLIO I 04-3247643	SUB-TRANSFER/REIMBURSEMENT FEE INSURANCE MORTALITY AND EXPENSE CHARGE

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY COMP	60 65 66	1699

(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.
ING SOLUTION 2035 PORTFOLIO 20-2456104	SUB-TRANSFER/REIMBURSEMENT FEE ACCOUNT MAINTENANCE FEES INSURANCE MORTALITY AND EXPENSE CHARGE

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ING MUTUAL FUNDS	28 52 63	1086

(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.
ING SOLUTION 2035 PORTFOLIO 20-2456104	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

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
METROPOLITAN LIFE INSURANCE CO		55	70418
(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.	
METLIFE SECURITIES INC. 1095 AVENUE OF THE AMERICAS NEW YORK, NY 10036		BROKER/ADVISOR FEES	

(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.	

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 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 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 MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN		B Three-digit plan number (PN) ► 003
C Plan sponsor's name as shown on line 2a of Form 5500 MERCY MEMORIAL HOSPITAL SYSTEM		D Employer Identification Number (EIN) 38-1984289

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)	1529095	1598939
(2) Participant contributions	1b(2)	122908	3154
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	1497710	1411072
(9) Value of interest in common/collective trusts.....	1c(9)		
(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)	44026307	52400594
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	9900971	10280404
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	57076991	65694163

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		100694
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	100694

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	57076991	65593469
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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)	3840489	
(B) Participants	2a(1)(B)	2453437	
(C) Others (including rollovers)	2a(1)(C)	133272	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		6427198

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)	57704	
(F) Other	2b(1)(F)	192642	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		250346

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1600118	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1600118

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		4910918
c Other income.....	2c		152518
d Total income. Add all income amounts in column (b) and enter total.....	2d		13341098

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4689256	
(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)		4689256
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)		
(3) Investment advisory and management fees	2i(3)	135364	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		135364
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4824620

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		8516478
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: PLANTE & MORAN, PLLC

(2) EIN: 38-1357951

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a	X		3154
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		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)

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 <u>MERCY MEMORIAL HOSPITAL SYSTEM RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MERCY MEMORIAL HOSPITAL SYSTEM</u>	D Employer Identification Number (EIN) <u>38-1984289</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>71-0294708</u> <u>13-5581829</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>37</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)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

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

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):

Mercy Memorial Hospital System Retirement Savings Plan

**Financial Report
December 31, 2012**

Mercy Memorial Hospital System Retirement Savings Plan

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Independent Auditor's Report

To the Plan Administrator
Mercy Memorial Hospital System
Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Mercy Memorial Hospital System Retirement Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2012 and 2011 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits 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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by ING Life Insurance and Annuity Company (ING), Metropolitan Life Insurance Company (MetLife), on behalf of Reliance Trust Company (Reliance), and Reliance, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that ING and Reliance hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained certifications from ING, MetLife on behalf of Reliance, and Reliance as of and for the years then ended December 31, 2012 and 2011 that the information provided to the plan administrator by ING, MetLife on behalf of Reliance, and Reliance is complete and accurate.

To the Plan Administrator
Mercy Memorial Hospital System
Retirement Savings Plan

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 evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2012 and delinquent participant contributions for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by ING, MetLife on behalf of Reliance, and Reliance, 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 ERISA.

Plante & Morse, PLLC

Southfield, Michigan
October 1, 2013

Mercy Memorial Hospital System

Retirement Savings Plan

Statement of Net Assets Available for Benefits

	December 31, 2012	December 31, 2011
Assets		
Participant-directed investments - At fair value:		
Mutual funds	\$ 46,586,061	\$ 41,868,208
Pooled separate accounts	1,032,449	998,533
Guaranteed investment contracts	9,247,955	8,902,438
Self-directed brokerage accounts	5,814,533	2,158,099
Total participant-directed investments	62,680,998	53,927,278
Contributions receivable:		
Employee	3,154	122,908
Employer	1,598,939	1,529,095
Total contributions receivable	1,602,093	1,652,003
Participant notes receivable	1,411,072	1,497,710
Total assets	65,694,163	57,076,991
Liabilities - Accrued administrative expenses	100,694	-
Net Assets Reflecting All Investments at Fair Value	65,593,469	57,076,991
Adjustments from Fair Value to Contract Value for Fully Benefit-responsive Investment Contracts	(616,524)	(445,051)
Net Assets Available for Benefits	\$ 64,976,945	\$ 56,631,940

Mercy Memorial Hospital System

Retirement Savings Plan

Statement of Changes in Net Assets Available for Benefits

	Year Ended	
	December 31, 2012	December 31, 2011
Additions to Net Assets		
Contributions:		
Employee	\$ 3,840,489	\$ 3,309,793
Employer	2,453,437	1,791,111
Rollovers	133,272	132,072
Total contributions	6,427,198	5,232,976
Investment income (loss):		
Interest and dividends	1,792,760	1,639,739
Net realized and unrealized gains (losses) on investments:		
Mutual funds	4,607,944	(2,349,458)
Pooled separate accounts	131,501	(43,953)
Net realized and unrealized gains (losses)	4,739,445	(2,393,411)
Other investment income	152,518	142,629
Total investment income (loss)	6,684,723	(611,043)
Interest from participant notes receivable	57,704	65,278
Total additions - Net	13,169,625	4,687,211
Deductions from Net Assets		
Benefits paid directly to participants or beneficiaries	4,689,256	4,004,387
Administrative expenses	135,364	88,664
Total deductions	4,824,620	4,093,051
Net Increase	8,345,005	594,160
Net Assets Available for Benefits		
Beginning of year	56,631,940	56,037,780
End of year	<u>\$ 64,976,945</u>	<u>\$ 56,631,940</u>

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description

The following description of Mercy Memorial Hospital Retirement Savings Plan (the "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 substantially all eligible employees of Mercy Memorial Hospital Corporation (the "Corporation"). The retirement committee of the board of trustees (the "Board") of the Corporation controls and manages the operation and administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was previously named Mercy Memorial Hospital Employees' Tax Deferred Retirement Savings Plan. The plan document, which was restated in 1991, provided employer matching contributions to employee elective contributions.

Prior to 2009, the Corporation also sponsored a defined contribution plan for the Monroe Community Health Services (MCHS) eligible employees. In 2009, the Plan was renamed and restated and the Corporation merged its two plans, Monroe Community Health Services Inc. Retirement Savings Plan for eligible MCHS employees with Mercy Memorial Hospital Employees' Tax Deferred Retirement Savings Plan for eligible Hospital employees. Effective January 1, 2011, the Plan was restated to incorporate various previously adopted amendments.

ING Life Insurance and Annuity Company (ING) continues to serve as the custodian for the plan assets of eligible MCHS employees. Reliance is the Plan's trustee. Metropolitan Life Insurance Company (MetLife) is the recordkeeper and acts as agent for Reliance.

Contributions - The Plan provides for employee salary contributions subject to maximum tax-deferred limitations established by the Internal Revenue Code. Effective August 1, 2009, the Corporation modified the Plan, making the Corporation's contribution a discretionary contribution based on a percentage of each participant's elective contribution as determined by the Corporation's board. Discretionary matching contributions were approximately \$813,000 and \$286,000 for years ended December 31, 2012 and 2011, respectively.

Effective October 1, 2009, the employer nonelective contribution became a uniform percentage of compensation (as defined in the Plan) as determined on or before the last day of the plan year at the discretion of the Mercy Memorial Hospital Corporation board of trustees. The Board approved a 3 percent (3 1/2 percent for employees with 15 years or greater) nonelective contribution for calendar years 2012 and 2011. MCHS employees are not eligible for nonelective contributions under the Plan. Participants may also contribute amounts representing rollovers from other qualified defined benefit or defined contribution plans.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description (Continued)

Participant Accounts - Individual accounts are maintained for each plan participant. Each participant's account is credited with the participant's contribution, the Corporation's matching contribution, allocations of the Corporation's discretionary nonelective contributions, and plan earnings, and charged with withdrawals and an allocation of plan losses and 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. Participants may direct the investments of their account balances into various investment options offered by the Plan.

Vesting - Participants are vested immediately in their elective and rollover contributions, plus actual earnings thereon. Vesting in the Corporation's contribution portion of their accounts is based on years of continuous service.

Participants hired before October 1, 2009 who are eligible for employer nonelective contributions are 100 percent vested after three years and immediately vested in employer matching contributions.

Participants hired after September 30, 2009 who are eligible for employer nonelective contributions and employer matching contributions are vested 20 percent after their first year of service and 20 percent each successive year through year five, when they are fully vested.

Participant Notes Receivable - Participants may borrow from their accounts up to a maximum of \$50,000 or 50 percent of the nonforfeitable accrued benefit, whichever is less. Notes receivable are collateralized by the participant's account balance and bear interest at rates commensurate with local prevailing rates at the time funds are borrowed, as determined quarterly by ING and Reliance. Principal and interest are paid either ratably through payroll deductions or by direct payments from participants to either ING or Reliance.

Benefit Payments - Distributions are payable upon retirement, death, disability, termination of employment, or attainment of age 59 1/2 in the form of either a lump-sum amount equal to the vested balance of a participant's account, equal or substantially equal installments over a specified period that may not exceed the participant's life expectancy, or equal payments over the life of the participant and/or the lives of the participant and his or her designated beneficiary.

Hardship withdrawals are permitted under the Plan for a participant's employee elective contributions to the extent permitted by terms in the plan document.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description (Continued)

Forfeitures - If a participant is not fully vested on his or her termination date, the nonvested amount of the account is forfeited. Forfeitures are used to reduce future employer contributions or pay plan expenses. At December 31, 2012 and 2011, forfeited account balances, which include unallocated plan assets, totaled \$315,153 and \$166,630, respectively.

Termination - While it has not expressed any intent to do so, the Corporation has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the plan document and ERISA. Upon termination of the Plan, participants become 100 percent vested in their account balances.

Contributions - Certain participant contributions in 2012 were paid after the timeframe required by the Department of Labor. The Corporation remitted these contributions during 2013 and remitted related lost earnings to the Plan in 2013.

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The Plan's investments are stated at fair value except as noted below. The pooled separate accounts are valued at net asset value per share (or its equivalent) of the funds, which is based on the fair value of the funds' underlying net assets. The fully benefit-responsive guaranteed investment contract with MetLife is valued at contract value. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits (see Note 5). The fair value of the guaranteed investment contract is based on contract value adjusted for certain contractual provisions. The ING fixed account guaranteed investment contract invests in the general assets of ING. ING considers this contract to be benefit-responsive; however, since there are not specific securities in ING's general account related to this contract and due to the contract terms, including the frequency of the interest rate reset intervals, contract value approximates fair value.

The money market funds within the self-directed brokerage accounts are valued at their outstanding balance, which approximates fair value. All other investments are valued based on quoted market prices. See Note 4 for additional information.

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.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 2 - Summary of Significant Accounting Policies (Continued)

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Administrative Expenses - Various administrative costs are paid by the Corporation.

Benefit Payments - Benefits are recorded when paid.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan invests in various investment securities, including mutual funds and investment contracts. 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 statement of net assets available for benefits.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including October 1, 2013, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

ING and Reliance hold the Plan's investments and participant notes receivable and execute all related transactions. Metlife, as agent for Reliance, has certified investment balances and investment income held by Reliance. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at year end are based solely on information provided and certified by ING and MetLife.

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 3 - Unaudited Information (Continued)

Significant investments at end of year are as follows:

	2012	2011
Investments at contract value -		
MetLife Stable Value Plus Account	\$ 8,431,203	\$ 8,184,172
Investments at fair value:		
PIMCO Total Return A	6,978,470	6,655,185
Jensen Quality Growth J	5,201,821	5,035,743
Loomis Sayles Value Y	5,020,707	4,657,536
Columbia Large-cap Index Z	5,180,329	4,900,591

Note 4 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2012 and 2011.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances where inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

Restatement - Due to a re-evaluation of the significance of the inputs used in the valuation of the ING guaranteed investment contracts, it was determined that the investments previously classified as Level 3 should have been classified as Level 2 based on the fair value hierarchy. Accordingly, the following 2011 fair value disclosure has been updated to reflect this change.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Balance at December 31, 2012
Mutual funds:			
Domestic equity funds	\$ 24,088,155	\$ -	\$ 24,088,155
Retirement-year based funds	3,957,895	-	3,957,895
International equity funds	5,907,389	-	5,907,389
Fixed-income funds	11,256,607	-	11,256,607
Specialty/Other funds	1,376,015	-	1,376,015
Self-directed brokerage accounts:			
Mutual funds - Fixed-income funds	1,982,504	-	1,982,504
Mutual funds - Equity funds	3,569,956	-	3,569,956
Short-term fund (1)	-	262,073	262,073
Guaranteed investment contracts:			
ING fixed account investment funds	-	200,228	200,228
MetLife Stable Value Plus Account (2)	-	9,047,727	9,047,727
Pooled separate accounts:			
Equity funds (3)	-	703,879	703,879
Fixed-income funds (4)	-	174,570	174,570
Retirement year-based funds (5)	-	105,019	105,019
Balanced funds (5)	-	40,004	40,004
Short-term fund (1)	-	8,977	8,977
Total	<u>\$ 52,138,521</u>	<u>\$ 10,542,477</u>	<u>\$ 62,680,998</u>

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2011

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Balance at December 31, 2011
Mutual funds:			
Domestic equity funds	\$ 23,017,723	\$ -	\$ 23,017,723
Retirement year-based funds	1,413,125	-	1,413,125
International equity funds	5,563,862	-	5,563,862
Fixed-income funds	10,758,359	-	10,758,359
Specialty/Other funds	1,115,139	-	1,115,139
Self-directed brokerage accounts:			
Mutual funds - Fixed-income funds	742,990	-	742,990
Mutual funds - Equity funds	1,326,176	-	1,326,176
Short-term fund (1)	-	88,933	88,933
Guaranteed investment contracts:			
ING fixed account investment funds	-	273,215	273,215
MetLife Stable Value Plus Account (2)	-	8,629,223	8,629,223
Pooled separate accounts:			
Equity funds (3)	-	723,110	723,110
Fixed-income funds (4)	-	141,554	141,554
Retirement year-based funds (5)	-	83,370	83,370
Balanced funds (5)	-	41,407	41,407
Short-term fund (1)	-	9,092	9,092
Total	<u>\$ 43,937,374</u>	<u>\$ 9,989,904</u>	<u>\$ 53,927,278</u>

- (1) This class invests primarily in fixed-income securities, including, but not limited to, bonds, notes, or other investments, such as government securities, commercial paper, certificates of deposit, master notes, or variable amount notes, with the objective of providing high-current income consistent with the preservation of capital and the maintenance of liquidity. There were no unfunded commitments on these investments.
- (2) This class represents investments in a guaranteed investment contract that invests primarily in a variety of fixed-income investments which may include U.S. government and agency securities, publicly traded mortgage and asset-backed securities (including collateralized mortgage obligations), Yankee securities, public corporate debt (including capital securities), cash equivalents, and wrapper contracts. There were no unfunded commitments on these investments.
- (3) This class represents investments in actively pooled separate accounts that invest primarily in equity securities which may include common stocks, options, and futures. There were no unfunded commitments on these investments.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

- (4) This class represents investments in actively managed pooled separate accounts that invest in a variety of fixed-income investments which may include corporate bonds, both U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments on these investments.
- (5) This class represents investments in actively managed pooled separate accounts with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments on these investments.

Note 5 - Guaranteed Investment Contracts

ING Guaranteed Investment Contract

The Plan has fully benefit-responsive guaranteed investment contracts with ING. ING maintains the contributions in its general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. ING is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. There are no reserves against contract value for credit risk of ING or otherwise. The crediting interest rates are based on a formula agreed upon with ING and will not be less than 1.80 to 2.25 percent, depending on the contract. Such interest rates are reviewed on a periodic basis for resetting.

The guaranteed contract rate of either 3 or 4 percent, depending on the contract, was credited to participants for 2012 and 2011.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 5 - Guaranteed Investment Contracts (Continued)

MetLife Guaranteed Investment Contract

The Plan holds a fully benefit-responsive guaranteed investment contract (GIC) with MetLife, which maintains the contributions. This GIC provides a guarantee of both principal and interest for participant-initiated withdrawals. The guaranteed rate at December 31, 2012 was 1.5 percent while the year-to-date annualized credited rate was 2.17 percent. The guaranteed rate at December 31, 2011 was 1.5 percent, while the year-to-date annualized credited rate was 2.85 percent. On January 1, 2012 and every January 1 thereafter, MetLife will declare a new interest rate to be credited to the guaranteed value. The interest rate will be based upon the current market value, approximate market yield to maturity of the fund's benchmark index, expected payments into and out of the fund, amortization of the difference between the market value and the guaranteed value, and the anticipated charges and fees paid under the contract. This GIC is included in the financial statements at fair value and then adjusted to contract value. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Each month a contract charge will be deducted from the fund to cover the investment management fees, custodial fees, risk charges, and contract administrative expenses. Transfers and withdrawals from the account are subject to the limitations provided under Section 403(b)(11) of the IRS Code.

ING and MetLife Guaranteed Investment Contracts

Certain events limit the ability of the Plan to transact at contract value with ING and MetLife (collectively, the "contract issuers"). Such events include the following: (i) amendments to the plan documents (including complete or partial plan termination or merger with another plan), (ii) changes to the Plan's prohibition on competing investment options, (iii) bankruptcy of the plan sponsor or other plan sponsor events (e.g., divestitures or spin-offs of a subsidiary) which cause a significant withdrawal from the Plan, or (iv) the failure of the Plan to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 5 - Guaranteed Investment Contracts (Continued)

The guaranteed investment contracts do not permit the contract issuers to terminate the contracts prior to the scheduled maturity date. If an event of default occurs and is not cured, the nondefaulting party may terminate the contract. The following may cause the Plan to be in default: a breach of material obligation under the contracts; a material misrepresentation; or a material amendment to the plan agreement. The contract issuers may be in default if they breach a material obligation under the guaranteed investment contracts; make a material misrepresentation; have a decline in their long-term credit rating below a threshold set forth in the contracts; or are acquired or reorganized and the successor contract issuer does not satisfy the investment or credit guidelines applicable to the contract issuer. If, in the event of default of the contract issuers, the Plan were unable to obtain a replacement guaranteed investment contract, withdrawing plans may experience losses if that value of the Plan's assets no longer covered by the contract is below contract value. The Plan may seek to add additional contract issuers over time to diversify the Plan's exposure to such risk, but there is no assurance the Plan may be able to do so. The combination of the default of the contract issuers and an inability to obtain a replacement agreement could render the Plan unable to achieve its objective of maintaining a stable contract value. The terms of the guaranteed investment contracts generally provide for settlement of payments only upon termination of the contracts or total liquidation of the covered investments.

Generally, payments will be made pro rata, based on the percentage of investments covered by the contract issuers. Contract termination occurs whenever the contract value or market value of the covered investments reaches zero or upon certain events of default. If the contract terminates due to the contract issuers' default (other than a default occurring because of a decline in their rating), the contract issuers will generally be required to pay to the Plan the excess, if any, of contract value over market value on the date of termination. If the contract terminates when the market value equals zero, the contract issuers will pay the excess of contract value over market value to the Plan to the extent necessary for the Plan to satisfy outstanding contract value withdrawal requests. Contract termination also may occur by any party upon election and notice.

Because the guaranteed investment contracts are fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets attributable to the guaranteed investment contracts. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The average yield earned and the average yield credited to participants under the various contracts was 1.51 percent and 1.54 percent at December 31, 2012 and 2011, respectively.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 6 - Party-in-interest Transactions

For the years ended December 31, 2012 and 2011, certain plan assets are investment funds managed by ING and MetLife or their affiliates. ING is custodian of the Plan and MetLife is recordkeeper as defined by the Plan and these transactions qualify as party-in-interest transactions as defined under ERISA guidelines. Fees paid by the plan for investment management services were included as a reduction of the return earned on each fund.

Note 7 - Reconciliation to Form 5500

For 2012, the net income per Form 5500 is higher than the amount reported in the financial statements by \$171,473 and the net assets available for benefits per Form 5500 was \$616,524 higher than the amount reported in the financial statements related to the adjustment from fair value to contract value for the fully benefit-responsive guaranteed investment contract. There was no difference reported in 2011 as Form 5500 reported this investment at contract value.

Note 8 - Tax Status

The Internal Revenue Service (IRS) is not currently accepting applications for 403(b) plan determination letters. The plan administrator has indicated the Plan will apply for a determination letter when the IRS allows such applications to be made. The plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of Internal Revenue Code Section 403(b). Therefore, no provision for income taxes has been included in the Plan's financial statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax position and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes it is no longer subject to tax examinations for years prior to 2009.

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year

Form 5500, Schedule H, Line 4i

EIN 38-1984289, Plan No. 003

December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
Metropolitan Life Insurance Company	Mutual funds:		
	T. Rowe Price Retirement 2005 Advisor	*	\$ 176,356
	T. Rowe Price Retirement 2010 Advisor	*	12,483
	T. Rowe Price Retirement 2015 Advisor	*	227,276
	T. Rowe Price Retirement 2020 Advisor	*	535,163
	T. Rowe Price Retirement 2025 Advisor	*	308,266
	T. Rowe Price Retirement 2030 Advisor	*	849,125
	T. Rowe Price Retirement 2035 Advisor	*	526,482
	T. Rowe Price Retirement 2040 Advisor	*	593,543
	T. Rowe Price Retirement 2045 Advisor	*	299,322
	T. Rowe Price Retirement 2050 Advisor	*	314,342
	T. Rowe Price Retirement 2055 Advisor	*	100,640
	T. Rowe Price Retirement Income Adv	*	14,897
	American Funds EuroPacific Growth Fund R3	*	1,877,892
	BlackRock Global Allocation A	*	685,013
	First Eagle Overseas Fund	*	1,674,319
	Oppenheimer Developing Market Fund A	*	1,590,816
	American Century International Discovery	*	3,999
	BlackRock Natural Resources A	*	248,787
	BlackRock Science and Technology Opp Inv A	*	33,267
	Morgan Stanley Inst. U.S. Real Estate P	*	377,827
	T. Rowe Price Health Sciences Fund	*	716,134
	DWS Dreman Small-cap Value Fund A	*	1,682,621
	Eagle Small-cap Growth Fund	*	99,702
	Royce 100 Svc	*	1,715,831
	Hartford Midcap Y	*	1,821,464
	Perkins Mid-cap Value Fund T	*	1,726,386
	Vanguard Mid-cap Index Fund	*	414,898
	Columbia Large-cap Index Z	*	5,180,329
	Jensen Quality Growth J	*	5,201,821
	Loomis Sayles Value Y	*	5,020,707
	JPMorgan High Yield Bond A	*	1,141,809
	PIMCO Foreign Bond (Unhedged) A	*	1,238,908
	PIMCO Real Return Fund R	*	1,589,656
	PIMCO Total Return A	*	6,978,470
	Touchstone Mid Cap Growth A	*	710,071
	Dreyfus Appreciation Fund	*	90,253
	Vanguard Small-Cap Index Signal	*	424,072
	Vanguard Total Bond Market Index Signal	*	307,764
	Vanguard Total International Stock Index Signal	*	75,350
ING Life Insurance and Annuity Company	Pooled separate accounts:		
	Amer Cent Infl-Adjust Bond Fnd Inv	*	18,192
	ING Balanced Portfolio I	*	14,350
	ING Strategic Alloc Moderate Port I	*	2,520
	ING Index Plus Large-cap Portfolio I	*	19,735
	ING Small Company Portfolio I	*	3,399
	ING BlkRck Sci & Tech Oppt Prt I	*	2
	ING Index Plus Small-cap Portfolio I	*	6,513
	ING Index Plus Mid-cap Portfolio I	*	36,348
	Franklin Sm Cap Val Sec Fd - 2	*	6,173
	Lord Abbett Series Fd MdCp VI Prt VC	*	1
	Invesco V.I. Core Equity Fund SI	*	660
	ING Small-cap Opportunities Prt I	*	7,245

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i
EIN 38-1984289, Plan No. 003
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Pooled separate accounts (Continued):		
	ING Mid-cap Opportunities Port I	*	\$ 7,901
	ING Thornburg Value Portfolio I	*	1,774
	ING UBS U.S. Lrg Cap Eqty Port I	*	2,113
	Fidelity VIP Eqty-Income Port I	*	34,837
	Fidelity VIP Growth Portfolio I	*	30,187
	Fidelity VIP Contrafund Port I	*	134,876
	Templeton Global Bond Fund - A	*	48,183
	Oppenheimer Developing Markets Fnd A	*	12,837
	Pax World Balanced Fd Indiv Inv	*	22,306
	ING International Value Port I	*	23,577
	ING Davis New York Venture Port Srv	*	6,922
	ING Oppenhr Global Port I	*	17,687
	ING JPMorgan Md Cp Val Portfolio Srv	*	26
	ING Van Kampen Comstock Port Srv	*	53
	ING PIMCO Total Return Portfolio Srv	*	19,241
	ING T. Rowe Prc Divrsd MdCp Gr Pt I	*	11,969
	ING Van Kampen Eqty and Inc Port I	*	32,194
	American Funds Growth Fnd R4	*	6,568
	American Funds EuroPacific R4	*	21,896
	ING Solution 2015 Portfolio Srv	*	1,677
	ING Solution 2035 Portfolio Srv	*	102,766
	ING JPMorgan Emrg Mkts Eq Port Srv	*	8,445
	ING T. Rowe Prc Captl Apprec Port Srv	*	36,589
	ING Growth and Income Port I	*	15,142
	ING Intermediate Bond Port I	*	66,235
	ING Solution 2025 Portfolio Srv	*	576
	American Funds Nw Prspctv R4	*	14,290
	American Funds Wash Mtual R4	*	9,991
	Wanger Select	*	4,882
	PIMCO VIT Real Return Portfolio Adm	*	4,923
	Pioneer High Yield VCT Port - I	*	768
	American Funds Bond Fd Am R4	*	6,704
	ING Clarion Real Estate Port Srv	*	1,081
	Neuberger Berman Socially Resp - Tr	*	1,316
	ING Large Cap Value Port Inst	*	51,489
	ING Pioneer Mid-cap Value Port Inst	*	34,815
	ING International Index Port I	*	19,265
	ING U.S. Bond Index Portfolio I	*	11,092
	ING Russell Lrg Cap Index Port I	*	33,813
	ING Templeton Foreign Eqty Port I	*	20,416
	ING BlackRock Lrg Cp Grw Port Inst	*	13,155
	ING Global Resources Portfolio Srv	*	8,411
	ING Money Market Portfolio I	*	8,977
	Wanger International	*	1,289
	ING Large Cap Growth Portfolio Inst	*	2,171
	Ariel Fund	*	683
	ING TRowePrice Eqty Income Pt Srv	*	473
	ING Marsico Growth Portfolio Inst	*	76
	Invesco Van Kampen VI Amr Fran Fd SI	*	513
	BlackRock Md Cp Val Opport Fnd Inv A	*	81
	ING Strategic Alloc Conserv Port I	*	60

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i
EIN 38-1984289, Plan No. 003
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Guaranteed investment contracts:		
	ING Fixed Account	*	109,325
	ING Long Term GAA	*	1,790
	ING Fixed Plus Account	*	89,113
Metropolitan Life Insurance Company	MetLife Stable Value Plus Account	*	8,431,203
Reliance Trust Company	Self-directed brokerage accounts	*	5,814,533
Participants	Participant notes receivable - Maturing through 2026 at interest rates from 1.00 percent to 9.25 percent	-	1,411,072
	Total		\$ 63,475,546
* Cost information not required			

Mercy Memorial Hospital System Retirement Savings Plan

Schedule of Delinquent Participant Contributions Form 5500, Schedule H, Line 4a EIN 38-1984289, Plan No. 003 Year Ended December 31, 2012

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51	
	Check Here if Late Participant Loan Repayments are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
2012	☐	\$ 3,154	\$ -	\$ -	\$	-

Mercy Memorial Hospital System Retirement Savings Plan

**Financial Report
December 31, 2012**

Mercy Memorial Hospital System Retirement Savings Plan

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Schedule of Delinquent Participant Contributions	Schedule 2

Independent Auditor's Report

To the Plan Administrator
Mercy Memorial Hospital System
Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Mercy Memorial Hospital System Retirement Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2012 and 2011 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits 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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by ING Life Insurance and Annuity Company (ING), Metropolitan Life Insurance Company (MetLife), on behalf of Reliance Trust Company (Reliance), and Reliance, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that ING and Reliance hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained certifications from ING, MetLife on behalf of Reliance, and Reliance as of and for the years then ended December 31, 2012 and 2011 that the information provided to the plan administrator by ING, MetLife on behalf of Reliance, and Reliance is complete and accurate.

To the Plan Administrator
Mercy Memorial Hospital System
Retirement Savings Plan

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 evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2012 and delinquent participant contributions for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by ING, MetLife on behalf of Reliance, and Reliance, 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 ERISA.

Plante & Morse, PLLC

Southfield, Michigan
October 1, 2013

Mercy Memorial Hospital System

Retirement Savings Plan

Statement of Net Assets Available for Benefits

	December 31, 2012	December 31, 2011
Assets		
Participant-directed investments - At fair value:		
Mutual funds	\$ 46,586,061	\$ 41,868,208
Pooled separate accounts	1,032,449	998,533
Guaranteed investment contracts	9,247,955	8,902,438
Self-directed brokerage accounts	5,814,533	2,158,099
Total participant-directed investments	62,680,998	53,927,278
Contributions receivable:		
Employee	3,154	122,908
Employer	1,598,939	1,529,095
Total contributions receivable	1,602,093	1,652,003
Participant notes receivable	1,411,072	1,497,710
Total assets	65,694,163	57,076,991
Liabilities - Accrued administrative expenses	100,694	-
Net Assets Reflecting All Investments at Fair Value	65,593,469	57,076,991
Adjustments from Fair Value to Contract Value for Fully Benefit-responsive Investment Contracts	(616,524)	(445,051)
Net Assets Available for Benefits	\$ 64,976,945	\$ 56,631,940

Mercy Memorial Hospital System

Retirement Savings Plan

Statement of Changes in Net Assets Available for Benefits

	Year Ended	
	December 31, 2012	December 31, 2011
Additions to Net Assets		
Contributions:		
Employee	\$ 3,840,489	\$ 3,309,793
Employer	2,453,437	1,791,111
Rollovers	133,272	132,072
Total contributions	6,427,198	5,232,976
Investment income (loss):		
Interest and dividends	1,792,760	1,639,739
Net realized and unrealized gains (losses) on investments:		
Mutual funds	4,607,944	(2,349,458)
Pooled separate accounts	131,501	(43,953)
Net realized and unrealized gains (losses)	4,739,445	(2,393,411)
Other investment income	152,518	142,629
Total investment income (loss)	6,684,723	(611,043)
Interest from participant notes receivable	57,704	65,278
Total additions - Net	13,169,625	4,687,211
Deductions from Net Assets		
Benefits paid directly to participants or beneficiaries	4,689,256	4,004,387
Administrative expenses	135,364	88,664
Total deductions	4,824,620	4,093,051
Net Increase	8,345,005	594,160
Net Assets Available for Benefits		
Beginning of year	56,631,940	56,037,780
End of year	<u>\$ 64,976,945</u>	<u>\$ 56,631,940</u>

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description

The following description of Mercy Memorial Hospital Retirement Savings Plan (the "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 substantially all eligible employees of Mercy Memorial Hospital Corporation (the "Corporation"). The retirement committee of the board of trustees (the "Board") of the Corporation controls and manages the operation and administration of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was previously named Mercy Memorial Hospital Employees' Tax Deferred Retirement Savings Plan. The plan document, which was restated in 1991, provided employer matching contributions to employee elective contributions.

Prior to 2009, the Corporation also sponsored a defined contribution plan for the Monroe Community Health Services (MCHS) eligible employees. In 2009, the Plan was renamed and restated and the Corporation merged its two plans, Monroe Community Health Services Inc. Retirement Savings Plan for eligible MCHS employees with Mercy Memorial Hospital Employees' Tax Deferred Retirement Savings Plan for eligible Hospital employees. Effective January 1, 2011, the Plan was restated to incorporate various previously adopted amendments.

ING Life Insurance and Annuity Company (ING) continues to serve as the custodian for the plan assets of eligible MCHS employees. Reliance is the Plan's trustee. Metropolitan Life Insurance Company (MetLife) is the recordkeeper and acts as agent for Reliance.

Contributions - The Plan provides for employee salary contributions subject to maximum tax-deferred limitations established by the Internal Revenue Code. Effective August 1, 2009, the Corporation modified the Plan, making the Corporation's contribution a discretionary contribution based on a percentage of each participant's elective contribution as determined by the Corporation's board. Discretionary matching contributions were approximately \$813,000 and \$286,000 for years ended December 31, 2012 and 2011, respectively.

Effective October 1, 2009, the employer nonelective contribution became a uniform percentage of compensation (as defined in the Plan) as determined on or before the last day of the plan year at the discretion of the Mercy Memorial Hospital Corporation board of trustees. The Board approved a 3 percent (3 1/2 percent for employees with 15 years or greater) nonelective contribution for calendar years 2012 and 2011. MCHS employees are not eligible for nonelective contributions under the Plan. Participants may also contribute amounts representing rollovers from other qualified defined benefit or defined contribution plans.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description (Continued)

Participant Accounts - Individual accounts are maintained for each plan participant. Each participant's account is credited with the participant's contribution, the Corporation's matching contribution, allocations of the Corporation's discretionary nonelective contributions, and plan earnings, and charged with withdrawals and an allocation of plan losses and 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. Participants may direct the investments of their account balances into various investment options offered by the Plan.

Vesting - Participants are vested immediately in their elective and rollover contributions, plus actual earnings thereon. Vesting in the Corporation's contribution portion of their accounts is based on years of continuous service.

Participants hired before October 1, 2009 who are eligible for employer nonelective contributions are 100 percent vested after three years and immediately vested in employer matching contributions.

Participants hired after September 30, 2009 who are eligible for employer nonelective contributions and employer matching contributions are vested 20 percent after their first year of service and 20 percent each successive year through year five, when they are fully vested.

Participant Notes Receivable - Participants may borrow from their accounts up to a maximum of \$50,000 or 50 percent of the nonforfeitable accrued benefit, whichever is less. Notes receivable are collateralized by the participant's account balance and bear interest at rates commensurate with local prevailing rates at the time funds are borrowed, as determined quarterly by ING and Reliance. Principal and interest are paid either ratably through payroll deductions or by direct payments from participants to either ING or Reliance.

Benefit Payments - Distributions are payable upon retirement, death, disability, termination of employment, or attainment of age 59 1/2 in the form of either a lump-sum amount equal to the vested balance of a participant's account, equal or substantially equal installments over a specified period that may not exceed the participant's life expectancy, or equal payments over the life of the participant and/or the lives of the participant and his or her designated beneficiary.

Hardship withdrawals are permitted under the Plan for a participant's employee elective contributions to the extent permitted by terms in the plan document.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 1 - Plan Description (Continued)

Forfeitures - If a participant is not fully vested on his or her termination date, the nonvested amount of the account is forfeited. Forfeitures are used to reduce future employer contributions or pay plan expenses. At December 31, 2012 and 2011, forfeited account balances, which include unallocated plan assets, totaled \$315,153 and \$166,630, respectively.

Termination - While it has not expressed any intent to do so, the Corporation has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the plan document and ERISA. Upon termination of the Plan, participants become 100 percent vested in their account balances.

Contributions - Certain participant contributions in 2012 were paid after the timeframe required by the Department of Labor. The Corporation remitted these contributions during 2013 and remitted related lost earnings to the Plan in 2013.

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The Plan's investments are stated at fair value except as noted below. The pooled separate accounts are valued at net asset value per share (or its equivalent) of the funds, which is based on the fair value of the funds' underlying net assets. The fully benefit-responsive guaranteed investment contract with MetLife is valued at contract value. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits (see Note 5). The fair value of the guaranteed investment contract is based on contract value adjusted for certain contractual provisions. The ING fixed account guaranteed investment contract invests in the general assets of ING. ING considers this contract to be benefit-responsive; however, since there are not specific securities in ING's general account related to this contract and due to the contract terms, including the frequency of the interest rate reset intervals, contract value approximates fair value.

The money market funds within the self-directed brokerage accounts are valued at their outstanding balance, which approximates fair value. All other investments are valued based on quoted market prices. See Note 4 for additional information.

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.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 2 - Summary of Significant Accounting Policies (Continued)

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Administrative Expenses - Various administrative costs are paid by the Corporation.

Benefit Payments - Benefits are recorded when paid.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan invests in various investment securities, including mutual funds and investment contracts. 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 statement of net assets available for benefits.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including October 1, 2013, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

ING and Reliance hold the Plan's investments and participant notes receivable and execute all related transactions. Metlife, as agent for Reliance, has certified investment balances and investment income held by Reliance. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at year end are based solely on information provided and certified by ING and MetLife.

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 3 - Unaudited Information (Continued)

Significant investments at end of year are as follows:

	2012	2011
Investments at contract value -		
MetLife Stable Value Plus Account	\$ 8,431,203	\$ 8,184,172
Investments at fair value:		
PIMCO Total Return A	6,978,470	6,655,185
Jensen Quality Growth J	5,201,821	5,035,743
Loomis Sayles Value Y	5,020,707	4,657,536
Columbia Large-cap Index Z	5,180,329	4,900,591

Note 4 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2012 and 2011.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances where inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

Restatement - Due to a re-evaluation of the significance of the inputs used in the valuation of the ING guaranteed investment contracts, it was determined that the investments previously classified as Level 3 should have been classified as Level 2 based on the fair value hierarchy. Accordingly, the following 2011 fair value disclosure has been updated to reflect this change.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Balance at December 31, 2012
Mutual funds:			
Domestic equity funds	\$ 24,088,155	\$ -	\$ 24,088,155
Retirement-year based funds	3,957,895	-	3,957,895
International equity funds	5,907,389	-	5,907,389
Fixed-income funds	11,256,607	-	11,256,607
Specialty/Other funds	1,376,015	-	1,376,015
Self-directed brokerage accounts:			
Mutual funds - Fixed-income funds	1,982,504	-	1,982,504
Mutual funds - Equity funds	3,569,956	-	3,569,956
Short-term fund (1)	-	262,073	262,073
Guaranteed investment contracts:			
ING fixed account investment funds	-	200,228	200,228
MetLife Stable Value Plus Account (2)	-	9,047,727	9,047,727
Pooled separate accounts:			
Equity funds (3)	-	703,879	703,879
Fixed-income funds (4)	-	174,570	174,570
Retirement year-based funds (5)	-	105,019	105,019
Balanced funds (5)	-	40,004	40,004
Short-term fund (1)	-	8,977	8,977
Total	<u>\$ 52,138,521</u>	<u>\$ 10,542,477</u>	<u>\$ 62,680,998</u>

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2011

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Balance at December 31, 2011
Mutual funds:			
Domestic equity funds	\$ 23,017,723	\$ -	\$ 23,017,723
Retirement year-based funds	1,413,125	-	1,413,125
International equity funds	5,563,862	-	5,563,862
Fixed-income funds	10,758,359	-	10,758,359
Specialty/Other funds	1,115,139	-	1,115,139
Self-directed brokerage accounts:			
Mutual funds - Fixed-income funds	742,990	-	742,990
Mutual funds - Equity funds	1,326,176	-	1,326,176
Short-term fund (1)	-	88,933	88,933
Guaranteed investment contracts:			
ING fixed account investment funds	-	273,215	273,215
MetLife Stable Value Plus Account (2)	-	8,629,223	8,629,223
Pooled separate accounts:			
Equity funds (3)	-	723,110	723,110
Fixed-income funds (4)	-	141,554	141,554
Retirement year-based funds (5)	-	83,370	83,370
Balanced funds (5)	-	41,407	41,407
Short-term fund (1)	-	9,092	9,092
Total	<u>\$ 43,937,374</u>	<u>\$ 9,989,904</u>	<u>\$ 53,927,278</u>

- (1) This class invests primarily in fixed-income securities, including, but not limited to, bonds, notes, or other investments, such as government securities, commercial paper, certificates of deposit, master notes, or variable amount notes, with the objective of providing high-current income consistent with the preservation of capital and the maintenance of liquidity. There were no unfunded commitments on these investments.
- (2) This class represents investments in a guaranteed investment contract that invests primarily in a variety of fixed-income investments which may include U.S. government and agency securities, publicly traded mortgage and asset-backed securities (including collateralized mortgage obligations), Yankee securities, public corporate debt (including capital securities), cash equivalents, and wrapper contracts. There were no unfunded commitments on these investments.
- (3) This class represents investments in actively pooled separate accounts that invest primarily in equity securities which may include common stocks, options, and futures. There were no unfunded commitments on these investments.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 4 - Fair Value Measurements (Continued)

- (4) This class represents investments in actively managed pooled separate accounts that invest in a variety of fixed-income investments which may include corporate bonds, both U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments on these investments.
- (5) This class represents investments in actively managed pooled separate accounts with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments on these investments.

Note 5 - Guaranteed Investment Contracts

ING Guaranteed Investment Contract

The Plan has fully benefit-responsive guaranteed investment contracts with ING. ING maintains the contributions in its general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. ING is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. There are no reserves against contract value for credit risk of ING or otherwise. The crediting interest rates are based on a formula agreed upon with ING and will not be less than 1.80 to 2.25 percent, depending on the contract. Such interest rates are reviewed on a periodic basis for resetting.

The guaranteed contract rate of either 3 or 4 percent, depending on the contract, was credited to participants for 2012 and 2011.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 5 - Guaranteed Investment Contracts (Continued)

MetLife Guaranteed Investment Contract

The Plan holds a fully benefit-responsive guaranteed investment contract (GIC) with MetLife, which maintains the contributions. This GIC provides a guarantee of both principal and interest for participant-initiated withdrawals. The guaranteed rate at December 31, 2012 was 1.5 percent while the year-to-date annualized credited rate was 2.17 percent. The guaranteed rate at December 31, 2011 was 1.5 percent, while the year-to-date annualized credited rate was 2.85 percent. On January 1, 2012 and every January 1 thereafter, MetLife will declare a new interest rate to be credited to the guaranteed value. The interest rate will be based upon the current market value, approximate market yield to maturity of the fund's benchmark index, expected payments into and out of the fund, amortization of the difference between the market value and the guaranteed value, and the anticipated charges and fees paid under the contract. This GIC is included in the financial statements at fair value and then adjusted to contract value. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Each month a contract charge will be deducted from the fund to cover the investment management fees, custodial fees, risk charges, and contract administrative expenses. Transfers and withdrawals from the account are subject to the limitations provided under Section 403(b)(11) of the IRS Code.

ING and MetLife Guaranteed Investment Contracts

Certain events limit the ability of the Plan to transact at contract value with ING and MetLife (collectively, the "contract issuers"). Such events include the following: (i) amendments to the plan documents (including complete or partial plan termination or merger with another plan), (ii) changes to the Plan's prohibition on competing investment options, (iii) bankruptcy of the plan sponsor or other plan sponsor events (e.g., divestitures or spin-offs of a subsidiary) which cause a significant withdrawal from the Plan, or (iv) the failure of the Plan to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

Mercy Memorial Hospital System

Retirement Savings Plan

Notes to Financial Statements

December 31, 2012 and 2011

Note 5 - Guaranteed Investment Contracts (Continued)

The guaranteed investment contracts do not permit the contract issuers to terminate the contracts prior to the scheduled maturity date. If an event of default occurs and is not cured, the nondefaulting party may terminate the contract. The following may cause the Plan to be in default: a breach of material obligation under the contracts; a material misrepresentation; or a material amendment to the plan agreement. The contract issuers may be in default if they breach a material obligation under the guaranteed investment contracts; make a material misrepresentation; have a decline in their long-term credit rating below a threshold set forth in the contracts; or are acquired or reorganized and the successor contract issuer does not satisfy the investment or credit guidelines applicable to the contract issuer. If, in the event of default of the contract issuers, the Plan were unable to obtain a replacement guaranteed investment contract, withdrawing plans may experience losses if that value of the Plan's assets no longer covered by the contract is below contract value. The Plan may seek to add additional contract issuers over time to diversify the Plan's exposure to such risk, but there is no assurance the Plan may be able to do so. The combination of the default of the contract issuers and an inability to obtain a replacement agreement could render the Plan unable to achieve its objective of maintaining a stable contract value. The terms of the guaranteed investment contracts generally provide for settlement of payments only upon termination of the contracts or total liquidation of the covered investments.

Generally, payments will be made pro rata, based on the percentage of investments covered by the contract issuers. Contract termination occurs whenever the contract value or market value of the covered investments reaches zero or upon certain events of default. If the contract terminates due to the contract issuers' default (other than a default occurring because of a decline in their rating), the contract issuers will generally be required to pay to the Plan the excess, if any, of contract value over market value on the date of termination. If the contract terminates when the market value equals zero, the contract issuers will pay the excess of contract value over market value to the Plan to the extent necessary for the Plan to satisfy outstanding contract value withdrawal requests. Contract termination also may occur by any party upon election and notice.

Because the guaranteed investment contracts are fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets attributable to the guaranteed investment contracts. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The average yield earned and the average yield credited to participants under the various contracts was 1.51 percent and 1.54 percent at December 31, 2012 and 2011, respectively.

Mercy Memorial Hospital System Retirement Savings Plan

Notes to Financial Statements December 31, 2012 and 2011

Note 6 - Party-in-interest Transactions

For the years ended December 31, 2012 and 2011, certain plan assets are investment funds managed by ING and MetLife or their affiliates. ING is custodian of the Plan and MetLife is recordkeeper as defined by the Plan and these transactions qualify as party-in-interest transactions as defined under ERISA guidelines. Fees paid by the plan for investment management services were included as a reduction of the return earned on each fund.

Note 7 - Reconciliation to Form 5500

For 2012, the net income per Form 5500 is higher than the amount reported in the financial statements by \$171,473 and the net assets available for benefits per Form 5500 was \$616,524 higher than the amount reported in the financial statements related to the adjustment from fair value to contract value for the fully benefit-responsive guaranteed investment contract. There was no difference reported in 2011 as Form 5500 reported this investment at contract value.

Note 8 - Tax Status

The Internal Revenue Service (IRS) is not currently accepting applications for 403(b) plan determination letters. The plan administrator has indicated the Plan will apply for a determination letter when the IRS allows such applications to be made. The plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of Internal Revenue Code Section 403(b). Therefore, no provision for income taxes has been included in the Plan's financial statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax position and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes it is no longer subject to tax examinations for years prior to 2009.

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year

Form 5500, Schedule H, Line 4i

EIN 38-1984289, Plan No. 003

December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
Metropolitan Life Insurance Company	Mutual funds:		
	T. Rowe Price Retirement 2005 Advisor	*	\$ 176,356
	T. Rowe Price Retirement 2010 Advisor	*	12,483
	T. Rowe Price Retirement 2015 Advisor	*	227,276
	T. Rowe Price Retirement 2020 Advisor	*	535,163
	T. Rowe Price Retirement 2025 Advisor	*	308,266
	T. Rowe Price Retirement 2030 Advisor	*	849,125
	T. Rowe Price Retirement 2035 Advisor	*	526,482
	T. Rowe Price Retirement 2040 Advisor	*	593,543
	T. Rowe Price Retirement 2045 Advisor	*	299,322
	T. Rowe Price Retirement 2050 Advisor	*	314,342
	T. Rowe Price Retirement 2055 Advisor	*	100,640
	T. Rowe Price Retirement Income Adv	*	14,897
	American Funds EuroPacific Growth Fund R3	*	1,877,892
	BlackRock Global Allocation A	*	685,013
	First Eagle Overseas Fund	*	1,674,319
	Oppenheimer Developing Market Fund A	*	1,590,816
	American Century International Discovery	*	3,999
	BlackRock Natural Resources A	*	248,787
	BlackRock Science and Technology Opp Inv A	*	33,267
	Morgan Stanley Inst. U.S. Real Estate P	*	377,827
	T. Rowe Price Health Sciences Fund	*	716,134
	DWS Dreman Small-cap Value Fund A	*	1,682,621
	Eagle Small-cap Growth Fund	*	99,702
	Royce 100 Svc	*	1,715,831
	Hartford Midcap Y	*	1,821,464
	Perkins Mid-cap Value Fund T	*	1,726,386
	Vanguard Mid-cap Index Fund	*	414,898
	Columbia Large-cap Index Z	*	5,180,329
	Jensen Quality Growth J	*	5,201,821
	Loomis Sayles Value Y	*	5,020,707
	JPMorgan High Yield Bond A	*	1,141,809
	PIMCO Foreign Bond (Unhedged) A	*	1,238,908
	PIMCO Real Return Fund R	*	1,589,656
	PIMCO Total Return A	*	6,978,470
	Touchstone Mid Cap Growth A	*	710,071
	Dreyfus Appreciation Fund	*	90,253
	Vanguard Small-Cap Index Signal	*	424,072
	Vanguard Total Bond Market Index Signal	*	307,764
	Vanguard Total International Stock Index Signal	*	75,350
ING Life Insurance and Annuity Company	Pooled separate accounts:		
	Amer Cent Infl-Adjust Bond Fnd Inv	*	18,192
	ING Balanced Portfolio I	*	14,350
	ING Strategic Alloc Moderate Port I	*	2,520
	ING Index Plus Large-cap Portfolio I	*	19,735
	ING Small Company Portfolio I	*	3,399
	ING BlkRck Sci & Tech Oppt Prt I	*	2
	ING Index Plus Small-cap Portfolio I	*	6,513
	ING Index Plus Mid-cap Portfolio I	*	36,348
	Franklin Sm Cap Val Sec Fd - 2	*	6,173
	Lord Abbett Series Fd MdCp VI Prt VC	*	1
	Invesco V.I. Core Equity Fund SI	*	660
	ING Small-cap Opportunities Prt I	*	7,245

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i
EIN 38-1984289, Plan No. 003
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Pooled separate accounts (Continued):		
	ING Mid-cap Opportunities Port I	*	\$ 7,901
	ING Thornburg Value Portfolio I	*	1,774
	ING UBS U.S. Lrg Cap Eqty Port I	*	2,113
	Fidelity VIP Eqty-Income Port I	*	34,837
	Fidelity VIP Growth Portfolio I	*	30,187
	Fidelity VIP Contrafund Port I	*	134,876
	Templeton Global Bond Fund - A	*	48,183
	Oppenheimer Developing Markets Fnd A	*	12,837
	Pax World Balanced Fd Indiv Inv	*	22,306
	ING International Value Port I	*	23,577
	ING Davis New York Venture Port Srv	*	6,922
	ING Oppenhr Global Port I	*	17,687
	ING JPMorgan Md Cp Val Portfolio Srv	*	26
	ING Van Kampen Comstock Port Srv	*	53
	ING PIMCO Total Return Portfolio Srv	*	19,241
	ING T. Rowe Prc Divrsd MdCp Gr Pt I	*	11,969
	ING Van Kampen Eqty and Inc Port I	*	32,194
	American Funds Growth Fnd R4	*	6,568
	American Funds EuroPacific R4	*	21,896
	ING Solution 2015 Portfolio Srv	*	1,677
	ING Solution 2035 Portfolio Srv	*	102,766
	ING JPMorgan Emrg Mkts Eq Port Srv	*	8,445
	ING T. Rowe Prc Captl Apprec Port Srv	*	36,589
	ING Growth and Income Port I	*	15,142
	ING Intermediate Bond Port I	*	66,235
	ING Solution 2025 Portfolio Srv	*	576
	American Funds Nw Prspctv R4	*	14,290
	American Funds Wash Mtual R4	*	9,991
	Wanger Select	*	4,882
	PIMCO VIT Real Return Portfolio Adm	*	4,923
	Pioneer High Yield VCT Port - I	*	768
	American Funds Bond Fd Am R4	*	6,704
	ING Clarion Real Estate Port Srv	*	1,081
	Neuberger Berman Socially Resp - Tr	*	1,316
	ING Large Cap Value Port Inst	*	51,489
	ING Pioneer Mid-cap Value Port Inst	*	34,815
	ING International Index Port I	*	19,265
	ING U.S. Bond Index Portfolio I	*	11,092
	ING Russell Lrg Cap Index Port I	*	33,813
	ING Templeton Foreign Eqty Port I	*	20,416
	ING BlackRock Lrg Cp Grw Port Inst	*	13,155
	ING Global Resources Portfolio Srv	*	8,411
	ING Money Market Portfolio I	*	8,977
	Wanger International	*	1,289
	ING Large Cap Growth Portfolio Inst	*	2,171
	Ariel Fund	*	683
	ING TRowePrice Eqty Income Pt Srv	*	473
	ING Marsico Growth Portfolio Inst	*	76
	Invesco Van Kampen VI Amr Fran Fd SI	*	513
	BlackRock Md Cp Val Opport Fnd Inv A	*	81
	ING Strategic Alloc Conserv Port I	*	60

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i
EIN 38-1984289, Plan No. 003
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Guaranteed investment contracts:		
	ING Fixed Account	*	109,325
	ING Long Term GAA	*	1,790
	ING Fixed Plus Account	*	89,113
Metropolitan Life Insurance Company	MetLife Stable Value Plus Account	*	8,431,203
Reliance Trust Company	Self-directed brokerage accounts	*	5,814,533
Participants	Participant notes receivable - Maturing through 2026 at interest rates from 1.00 percent to 9.25 percent	-	1,411,072
	Total		\$ 63,475,546
* Cost information not required			

Mercy Memorial Hospital System Retirement Savings Plan

Schedule of Delinquent Participant Contributions Form 5500, Schedule H, Line 4a EIN 38-1984289, Plan No. 003 Year Ended December 31, 2012

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51	
	Check Here if Late Participant Loan Repayments are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
2012	☐	\$ 3,154	\$ -	\$ -	\$ -	-

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year

Form 5500, Schedule H, Line 4i

EIN 38-1984289, Plan No. 003

December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
Metropolitan Life Insurance Company	Mutual funds:		
	T. Rowe Price Retirement 2005 Advisor	*	\$ 176,356
	T. Rowe Price Retirement 2010 Advisor	*	12,483
	T. Rowe Price Retirement 2015 Advisor	*	227,276
	T. Rowe Price Retirement 2020 Advisor	*	535,163
	T. Rowe Price Retirement 2025 Advisor	*	308,266
	T. Rowe Price Retirement 2030 Advisor	*	849,125
	T. Rowe Price Retirement 2035 Advisor	*	526,482
	T. Rowe Price Retirement 2040 Advisor	*	593,543
	T. Rowe Price Retirement 2045 Advisor	*	299,322
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	T. Rowe Price Retirement Income Adv	*	14,897
	American Funds EuroPacific Growth Fund R3	*	1,877,892
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	First Eagle Overseas Fund	*	1,674,319
	Oppenheimer Developing Market Fund A	*	1,590,816
	American Century International Discovery	*	3,999
	BlackRock Natural Resources A	*	248,787
	BlackRock Science and Technology Opp Inv A	*	33,267
	Morgan Stanley Inst. U.S. Real Estate P	*	377,827
	T. Rowe Price Health Sciences Fund	*	716,134
	DWS Dreman Small-cap Value Fund A	*	1,682,621
	Eagle Small-cap Growth Fund	*	99,702
	Royce 100 Svc	*	1,715,831
	Hartford Midcap Y	*	1,821,464
	Perkins Mid-cap Value Fund T	*	1,726,386
	Vanguard Mid-cap Index Fund	*	414,898
	Columbia Large-cap Index Z	*	5,180,329
	Jensen Quality Growth J	*	5,201,821
	Loomis Sayles Value Y	*	5,020,707
	JPMorgan High Yield Bond A	*	1,141,809
	PIMCO Foreign Bond (Unhedged) A	*	1,238,908
	PIMCO Real Return Fund R	*	1,589,656
	PIMCO Total Return A	*	6,978,470
	Touchstone Mid Cap Growth A	*	710,071
	Dreyfus Appreciation Fund	*	90,253
	Vanguard Small-Cap Index Signal	*	424,072
	Vanguard Total Bond Market Index Signal	*	307,764
	Vanguard Total International Stock Index Signal	*	75,350
ING Life Insurance and Annuity Company	Pooled separate accounts:		
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	ING Balanced Portfolio I	*	14,350
	ING Strategic Alloc Moderate Port I	*	2,520
	ING Index Plus Large-cap Portfolio I	*	19,735
	ING Small Company Portfolio I	*	3,399
	ING BlkRck Sci & Tech Oppt Prt I	*	2
	ING Index Plus Small-cap Portfolio I	*	6,513
	ING Index Plus Mid-cap Portfolio I	*	36,348
	Franklin Sm Cap Val Sec Fd - 2	*	6,173
	Lord Abbett Series Fd MdCp VI Prt VC	*	1
	Invesco V.I. Core Equity Fund SI	*	660
	ING Small-cap Opportunities Prt I	*	7,245

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i

EIN 38-1984289, Plan No. 003

December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Pooled separate accounts (Continued):		
	ING Mid-cap Opportunities Port I	*	\$ 7,901
	ING Thornburg Value Portfolio I	*	1,774
	ING UBS U.S. Lrg Cap Eqty Port I	*	2,113
	Fidelity VIP Eqty-Income Port I	*	34,837
	Fidelity VIP Growth Portfolio I	*	30,187
	Fidelity VIP Contrafund Port I	*	134,876
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	ING Oppenhm Global Port I	*	17,687
	ING JPMorgan Md Cp Val Portfolio Srv	*	26
	ING Van Kampen Comstock Port Srv	*	53
	ING PIMCO Total Return Portfolio Srv	*	19,241
	ING T. Rowe Prc Divrsd MdCp Gr Pt I	*	11,969
	ING Van Kampen Eqty and Inc Port I	*	32,194
	American Funds Growth Fnd R4	*	6,568
	American Funds EuroPacific R4	*	21,896
	ING Solution 2015 Portfolio Srv	*	1,677
	ING Solution 2035 Portfolio Srv	*	102,766
	ING JPMorgan Emrg Mkts Eq Port Srv	*	8,445
	ING T. Rowe Prc Captl Apprec Port Srv	*	36,589
	ING Growth and Income Port I	*	15,142
	ING Intermediate Bond Port I	*	66,235
	ING Solution 2025 Portfolio Srv	*	576
	American Funds Nw Prspctv R4	*	14,290
	American Funds Wash Mtual R4	*	9,991
	Wanger Select	*	4,882
	PIMCO VIT Real Return Portfolio Adm	*	4,923
	Pioneer High Yield VCT Port - I	*	768
	American Funds Bond Fd Am R4	*	6,704
	ING Clarion Real Estate Port Srv	*	1,081
	Neuberger Berman Socially Resp - Tr	*	1,316
	ING Large Cap Value Port Inst	*	51,489
	ING Pioneer Mid-cap Value Port Inst	*	34,815
	ING International Index Port I	*	19,265
	ING U.S. Bond Index Portfolio I	*	11,092
	ING Russell Lrg Cap Index Port I	*	33,813
	ING Templeton Foreign Eqty Port I	*	20,416
	ING BlackRock Lrg Cp Grw Port Inst	*	13,155
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	ING Large Cap Growth Portfolio Inst	*	2,171
	Ariel Fund	*	683
	ING TRowePrice Eqty Income Pt Srv	*	473
	ING Marsico Growth Portfolio Inst	*	76
	Invesco Van Kampen VI Amr Fran Fd SI	*	513
	BlackRock Md Cp Val Opport Fnd Inv A	*	81
	ING Strategic Alloc Conserv Port I	*	60

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Assets Held at End of Year (Continued)

Form 5500, Schedule H, Line 4i

EIN 38-1984289, Plan No. 003

December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
ING Life Insurance and Annuity Company	Guaranteed investment contracts:		
	ING Fixed Account	*	109,325
	ING Long Term GAA	*	1,790
	ING Fixed Plus Account	*	89,113
Metropolitan Life Insurance Company	MetLife Stable Value Plus Account	*	8,431,203
Reliance Trust Company	Self-directed brokerage accounts	*	5,814,533
Participants	Participant notes receivable - Maturing through 2026 at interest rates from 1.00 percent to 9.25 percent	-	1,411,072
	Total		<u><u>\$ 63,475,546</u></u>
* Cost information not required			

Mercy Memorial Hospital System

Retirement Savings Plan

Schedule of Delinquent Participant Contributions

Form 5500, Schedule H, Line 4a
 EIN 38-1984289, Plan No. 003
 Year Ended December 31, 2012

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51	
	Check Here if Late Participant Loan Repayments are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
2012	☐	\$ 3,154	\$ -	\$ -	\$	-