Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
WWRD US, LLC 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 03/26/2009

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

WWRD US, LLC

1330 CAMPUS PARKWAY
WALL, NJ 07719

1330 CAMPUS PARKWAY
WALL, NJ 07719

2b Employer Identification Number (EIN)
26-4378452

2c Sponsor's telephone number
732-938-5800

2d Business code (see instructions)
423990

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	ROBERT CARROLL
	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

WWRD US, LLC

1330 CAMPUS PARKWAY
WALL, NJ 07719

3b Administrator's EIN
26-4378452

3c Administrator's telephone number
732-938-5800

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**	440
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**	414
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	38
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	453
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	3
f	Total. Add lines **6d** and **6e**	**6f**	456
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	358
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	7
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2T 3D 3H

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

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

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

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☐	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

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

SCHEDULE C
(Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Service Provider Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
WWRD US, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
WWRD US, LLC

D Employer Identification Number (EIN)
26-4378452

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65 60	RECORDKEEPER	5238	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BLKRK ENERGY & RES A - BNY MELLON I P.O. BOX 9793 PROVIDENCE, RI 02940 04-3042318	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BLKRK EQUITY DIV A - BNY MELLON INV P.O. BOX 9793 PROVIDENCE, RI 02940	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
DREY EMERGING MKTS A - DREYFUS TRAN 13-2614959	0.35%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
JPM EQUITY IDX A - BOSTON FINANCIAL 330 W. 9TH STREET KANSAS CITY, MO 66160	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
MFS INTL DIVRSN R3 - MFS SERVICE CE 04-2865649	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
MFS NEW DISCOVERY R3 - MFS SERVICE 04-2865649	0.25%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
NUVEEN REAL ESTATE A - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PERKINS SM CAP VAL S - JANUS SERVIC 43-1804048	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM TOTAL RETURN A - BOSTON FINANCI P.O. BOX 8480 BOSTON, MA 02266	0.25%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIMCO COMM REL RET A - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
TMPL GLOBAL BOND A - FRANKLIN TEMPL 94-3167260	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

a Name: EISNER AMPER	**b** EIN: 13-1639826	
c Position: ACCOUNTANT		
d Address: 4814 OUTLOOK DR WALL, NJ 07753	**e** Telephone: 732-919-1400	

Explanation: FEES

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
WWRD US, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
WWRD US, LLC

D Employer Identification Number (EIN)
26-4378452

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

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
04-3022712-026	C	1833217

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
WWRD US, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
WWRD US, LLC

D Employer Identification Number (EIN)
26-4378452

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)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(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)	479814	494368
(9) Value of interest in common/collective trusts	1c(9)	1456217	1833217
(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)	14809415	15630141
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	16745446	17957726
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	16745446	17957726

Part II Income and Expense Statement

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

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	481884	
	(B) Participants	2a(1)(B)	955910	
	(C) Others (including rollovers)	2a(1)(C)	837861	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2275655
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)	17652	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		17652
	(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)	363506	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		363506
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		36557
(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)		1321576
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4014946
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2796687	
(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)		2796687
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		460
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	5519	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		5519
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2802666
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1212280
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MCGUIGAN, TOMBS & COMPANY **(2)** EIN: 22-3140914

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

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

Part IV Compliance Questions

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

During the plan year:

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

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		2000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		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
WWRD US, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
WWRD US, LLC

D Employer Identification Number (EIN)
26-4378452

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

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): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

WWRD US, LLC
401(K) PLAN

For the Years Ended
December 31, 2012 and 2011

MEMBER AICPA DIVISION FOR CPA FIRMS * PRIVATE COMPANY PRACTICE SECTION*
EMPLOYEE BENEFIT PLAN AUDIT QUALITY CENTER

WWRD US, LLC
401(k) PLAN

For the Years Ended December 31, 2012 and 2011

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Schedule H, Line 4i-Schedule of Assets (Held at End of Year) – Modified Cash Basis	15

Note: The accompanying financial statements have been prepared for the purpose of filing with Department of Labor Form 5500. Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, other than the schedules listed above, are omitted because of the absence of the conditions under which they are required.

mcguigan tombs & company PC
certified public accountants

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Manasquan, New Jersey 08736
732-292-1800 • Fax 732-292-9336
www.mcguiganco.com

INDEPENDENT AUDITORS' REPORT

Trustees of WWRD US, LLC
401(k) Plan

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of WWRD US, LLC 401(k) Plan, which comprise the statements of net assets available for benefits (modified cash basis) as of December 31, 2012, and the related statements of changes in net assets available for benefits (modified cash basis) for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements
Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting as described in Note 2, this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Plan management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Basis for Disclaimer of Opinion
As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2012, that the information provided to the Plan administrator by the trustee is complete and accurate.

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

mcguigan tombs & company PC
certified public accountants

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Other Matter - Supplemental Schedule
We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets (Held at End of Year) at December 31, 2012, which is the responsibility of plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Basis of Accounting
We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The financial statements and supplemental schedule were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

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

Other Matter - 2011 Financial Statements
The financial statements of the Plan as of December 31, 2011, were audited by other auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed the other auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by Fidelity Management Trust Company, the trustee of the Plan. Their report dated October 10, 2012, indicated that (a) because of the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Income Security Act of 1974.

McGuigan Tombs & Company, PC
McGuigan Tombs and Company, P.C.
Certified Public Accountants

October 14, 2013
Manasquan, New Jersey

WWRD US, LLC
401(k) PLAN
Statements of Net Assets Available for Benefits – Modified Cash Basis

ASSETS	December 31, 2012	December 31, 2011
Investments at fair value:		
Fidelity Investments	$ 17,463,358	$ 16,265,632
Notes receivable from participants	494,368	479,814
Net assets reflecting all investments at fair value	$ 17,957,726	$ 16,745,446
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(61,397)	(46,489)
Net assets available for benefits	$ 17,896,329	$ 16,698,957

See accompanying notes to financial statements

WWRD US, LLC
401(k) PLAN
Statements of Changes in Net Assets Available for Benefits – Modified Cash Basis

	For the year ended December 31, 2012	2011
Additions/(subtractions) to net assets attributed to:		
Investment income/(loss):		
Interest and dividends	$ 363,506	$ 588,362
Net appreciation/(depreciation) of assets	1,343,225	(922,513)
Total investment income/(loss)	1,706,731	(334,151)
Interest on notes receivable from participants	17,652	20,479
Contributions:		
Participants'	955,910	952,368
Employer's	481,884	521,384
Participants' rollovers	837,861	89,698
Total contributions	2,275,655	1,563,450
Total additions	4,000,038	1,249,778
Deductions from net assets attributed to:		
Benefits paid to participants	2,796,687	2,326,069
Defaulted loans	460	5,132
Fees and adjustments	5,519	4,818
Total deductions	2,802,666	2,336,019
Net increase/(decrease) in assets available for benefits	1,197,372	(1,086,241)
Net assets available for benefits— Beginning of year	16,698,957	17,785,198
Net assets available for benefits— End of year	$ 17,896,329	$16,698,957

See accompanying notes to financial statements

Note 1 - Description of Plan

The following description of the WWRD US, LLC ("WWRD") 401(k) 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 that is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Plan is a 401(k) salary deferred plan covering all eligible employees of WWRD US, LLC (the "Company"), and any affiliate, subsidiary, or associated corporation of the Company, which shall adopt this Plan for its employees with the approval of the Company.

Employees of the Company become eligible for membership in the Plan on the first entry date (January 1, April 1, July 1, or October 1) upon completion of three months of service with the Company and attaining the age of twenty-one. For purposes of all employer contributions under the Plan, including safe harbor contributions, employees of the Company become eligible for Company contributions on the first entry date (January 1, April 1, July 1 or October 1) upon completion of one year of service with the Company and attaining the age of twenty-one. For purposes of calculating completion of service for eligibility purposes, prior services with Waterford Wedgwood USA, Inc. and Royal Doulton USA, Inc. shall be credited.

Contributions

A participating employee may contribute a percentage of eligible compensation, not to exceed the annual limit of the lesser of 75% of eligible compensation or limits established by the Internal Revenue Code of 1986 ("IRC"), as amended. The maximum pre tax participant contribution allowed during 2012 and 2011 was $17,000 and $16,500, respectively. The Plan allows employees who are contributing to the Plan who have attained age 50 to make catch up contributions in accordance with IRC Section 414(v). Catch-up contributions are not subject to any other contribution limits or to the nondiscrimination rules.

The Company match is 100% of the first 3% of eligible compensation to comply with the safe harbor provisions of the Internal Revenue Code. In addition, the Company may make discretionary matching contributions in an amount to be determined by WWRD Board of Directors annually. During 2013, the Company will make a discretionary matching contribution equal to 50% of the first 3% of eligible compensation deferred by each participant, this amounts to approximately $180,000 for the plan year ended December 31, 2012. For the year ended December 31, 2011, no discretionary contribution was made.

Note 1 - Description of Plan (cont'd)

Participant accounts

Each participant's account is credited with the participant's salary reduction contribution, the employer's matching contribution, and allocations of (a) the employer's discretionary contribution, (b) Plan earnings and (c) administrative expenses. Allocations are based on participant earnings or account balances, as defined.

Vesting

Participants are 100% vested in the amount of their contributions and the employer safe harbor contribution. Discretionary employer matching contributions are vested at the rate of 20% per year, commencing upon two years of service, until the employee becomes fully vested upon six years of service.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loan terms range from one to five years; however, terms may exceed five years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest rate commensurate with local prevailing rates as determined by the Plan administrator, ranging from 4.25% to 9.25%. Principal and interest are paid ratably through payroll deductions. Delinquent notes receivable from participants are reclassified as distributions based upon the terms of the Plan document.

Payment of benefits

Benefits under the Plan are distributable in a lump-sum payment upon death, disability, retirement or termination of employment. Upon approval by the Plan, participants may also make withdrawals of voluntary employee contributions.

Forfeited accounts

At December 31, 2012, forfeited nonvested accounts totaled approximately $600. There were no unallocated forfeitures at December 31, 2011. These accounts can be used to reduce future Company contributions. At December 31, 2012 and 2011, no forfeitures were utilized to reduce Company contributions.

Investment options

Upon enrollment in the Plan, a participant may direct employee and employer contributions in any increment in various investment options offered by the Plan. The Plan currently offers various mutual funds and common trust fund investment options.

Participants may change their investment options at any time.

Note 2 - Summary of significant accounting policies

Basis of accounting

The accompanying financial statements of the Plan are prepared on the modified cash basis of accounting. The modified cash basis of accounting is a cash basis that adjusts securities to fair market value and does not provide for accrual for contributions receivable or payables.

Use of estimates

The preparation of the financial statements in conformity with modified cash basis of accounting requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and when applicable, disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Plan assets

All assets of the Plan are maintained in trust and the transactions are executed by Fidelity Investments (the "Custodian"). Fidelity Management Trust Company serves as trustee of the Plan and performs certain recordkeeping and administrative functions for the Plan. The information reported to the Plan and certified by the Custodians is as follows: Plan investments, income earned on investments, contributions, benefits paid to participants, schedules of investments held and reportable transactions.

Investments

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted prices in an attractive market, which represent the net asset value of shares held by the Plan at year end. Participant notes receivable are valued at their outstanding unpaid principal balances, plus accrued interest, which approximates fair value. Purchases and sales of specific investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

The Plan has an investment in Fidelity Advisor Stable Fund, a common trust fund of Fidelity. Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts, because contractual value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The statements of net assets available for benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits is prepared on a contract value basis.

Note 2 - Summary of significant accounting policies (cont'd)

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions to participants.

Payment of benefits

Benefit payments to participants are recorded upon distribution.

Administrative expenses

Substantially all trustee and recordkeeping expenses related to the administration of the Plan are paid by the Plan, unless they are paid by the Company.

Reclassification

Certain prior year amounts have been reclassified to conform with current year presentation.

Subsequent events

FASB Accounting Standards Codification (ASC) 855 requires interim and annual disclosure of the date through which subsequent events have been evaluated, as well as whether that date is the date the financial statements were issued or the date the financial statements were available to be issued. The Company evaluated subsequent events through the time of the report date on October 14, 2013, no disclosure is necessary, except as disclosed in Note 12.

Note 3 - Fair value measurement

ASC topic 820, "Fair Value Measurements and Disclosures" provides a framework for measuring fair value. That framework defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. ASC 820 establishes a three-level fair value hierarchy that prioritizes the inputs used to measure fair value. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1 - Quoted prices in active markets for identical assets or liabilities.

Level 2 - Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Note 3 - Fair value measurement (cont'd)

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

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

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common/collective trusts: Valued at the NAV units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The fair values of investments as of December 31, 2012 are summarized in the table below:

	Level 1	Level 2	Level 3	Total
Mutual funds				
Mid/large cap stock	$ 12,595,280	$ -	$ -	$ 12,595,280
Small cap stock	585,017	-	-	585,017
Fixed income funds	1,851,130	-	-	1,851,130
International funds	598,713	-	-	598,713
Common/collective trusts				
Stable-value fund	-	1,833,218	-	1,833,218
	$ 15,630,140	$ 1,833,218	$ -	$ 17,463,358

Note 3 - Fair value measurement (cont'd)

The fair values of investments as of December 31, 2011 are summarized in the table below:

	Level 1	Level 2	Level 3	Total
Mutual funds				
Mid/large cap stock	$ 12,213,975	$ -	$ -	$ 12,213,975
Small cap stock	476,904	-	-	476,904
Fixed income funds	1,439,267	-	-	1,439,267
International funds	679,269	-	-	679,269
Common/collective trusts				
Stable-value fund	-	1,456,217	-	1,456,217
	$ 14,809,415	$1,456,217	$ -	$ 16,265,632

The following presents the fair value of investments at December 31, 2012 and 2011 that represent 5% or more of the Plan's net assets:

	2012	2011
Fidelity Investments		
FA Stable Value Fund	$ 1,833,218	1,456,217
FA Freedom 2020 A	2,743,833	3,156,566
FA Freedom 2015 A	1,806,597	1,793,493
FA Freedom 2025 A	1,804,677	1,825,025
FA Freedom 2030 A	1,406,867	1,464,560
FA Freedom 2035 A	1,252,359	1,023,646
FA Freedom 2040 A	1,081,364	891,256

The net investment income for the Plan is summarized below:

	For the year ended December 31,	
	2012	2011
Interest and dividends	$ 363,506	$ 588,362

Net appreciation/(depreciation) in fair value of investments:

	For the year ended December 31,	
	2012	2011
Shares of registered investment companies	$ 1,343,225	$ (922,513)

Note 4 - Information certified by the trustee (Unaudited)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2012 and 2011, included in the Plan's financial statements and supplemental schedule that was prepared by or derived from information prepared by Fidelity Investments for 2012 and 2011, the trustee of the Plan and furnished to the plan administrator. The plan administrator has obtained certifications from the trustee that such information is complete and accurate.

Note 4 - Information certified by the trustee (Unaudited) (cont'd)

	December 31, 2012	December 31, 2011
Investments, at fair value:		
Common/collective trusts	$ 1,833,218	$ 1,456,217
Shares of registered investment companies	15,630,140	14,809,415
Total investments, at fair value	$ 17,463,358	$ 16,265,632
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(61,397)	(46,489)
Total investments	$ 17,401,961	$ 16,219,143

In addition, all investment information, except for the fair value of the investments in the Fidelity Advisor Stable Value Fund, included in Note 3 and the supplemental schedule were provided and certified by the trustees.

Note 5 - Plan termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Internal Revenue Code. In the event of Plan termination, participants will become 100% vested in their accounts.

Note 6 - Related party transactions

Certain plan investments are units of a common trust fund managed by Fidelity Management Trust Company. Fidelity is the trustee, as defined by the Plan and therefore, these transactions qualify as party-in-interest. Fees paid by the plan for the investment management services amounted to $5,519 and $4,818 for the years ended December 31, 2012 and 2011, respectively.

Note 7 - Party-in-interest transactions

WWRD US, LLC provides the Plan with certain accounting and administrative services for which no fees are charged. The plan allows for administrative costs to be paid by the Plan, Plan sponsor or absorbed through the forfeiture account. Certain costs are paid by the sponsor directly. Substantially all expenses, with the exception of audit fees and legal fees, incurred in connection with the administration of the Plan are paid by the Plan.

Participants in the Plan are permitted to borrow funds from their vested balance as described in Note 1. These transactions qualify as party in interest transactions.

Note 8 - Tax status

During November 2010, the Plan adopted a Fidelity prototype plan that received an opinion letter from the Internal Revenue Service on March 31, 2008 stating its acceptability under Section 401(a) of the Internal Revenue Code ("IRC"). The

Note 8 - Tax status (cont'd)

Plan has been amended since receiving the tax opinion letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by a government authority. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011 there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations beginning with the 2009 tax year (inception).

During 2010, the Company, as Plan administrator, recognized certain issues related to applying the Plan's provisions for the definition of compensation used in determining Plan contributions. The Plan received a Compliance Statement from the Internal Revenue Service on October 2, 2012 in response to the Voluntary Compliance Program application to retroactively amend the Plan. The Compliance Statement approved the retroactive plan amendment to January 1, 2011 conditioned on the Company making a corrective contribution to the Plan equal to the missed deferral opportunity (i.e., 50% of the missed deferral) plus earnings for the period March 18, 2009 to December 31, 2010, see Note 12. During 2013, the Company discovered that the 2011 safe harbor match calculation was calculated incorrectly by approximately $2,500. The Company is in the process of determining the earnings on this match and will be remitting the short fall during 2013. The Company believes the tax qualified status of the Plan will not be impacted as a result.

Note 9 - Reconciliation of financial statements to schedule H of Form 5500

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

	2012	2011
Net assets available for benefits per the financial statements	$ 17,896,329	$ 16,698,957
Adjustment from contract value for fully – benefit responsive investment contract	61,397	46,489
Net assets available for benefits per Schedule H to the Form 5500	$ 17,957,726	$ 16,745,446

Note 9 - Reconciliation of financial statements to schedule H of Form 5500 (cont'd)
The following is a reconciliation of the changes in net assets available for benefits per the financial statements for the years ended December 31, 2012 and 2011 to Schedule H of Form 5500:

	2012	2011
Increase/(decrease) in net assets available for benefits per the financial statements	$ 1,197,372	$ (1,086,241)
Add: adjustment from fair value to contract value for fully benefit-responsive investment contracts during the year, net	14,908	39,651
Net income/(loss) per Schedule H of Form 5500	$ 1,212,280	$ (1,046,590)

Note 10 - Risks and uncertainties
The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rates, market and credit risks. Due to the level of risk associated with certain 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 the amounts reported in financial statements.

Note 11 - Benefits payable
As of the date the financial statements were available to be issued, the Company had not completed the discrimination testing for the Plan for the year ended December 31, 2012. For the year ended December 31, 2011, there were no excess contributions refunded as a result of the 2011 tests. Management believes the amount of refunds, if any, resulting from the 2012 testing would not be material to the financial statements, and therefore, no liability has been recorded for such refunds.

Note 12 - Subsequent event
During February 2013, the Plan sponsor computed a final principal adjustment of $116,756 and final market value adjustment of $12,920 for the correction of the 2009 and 2010 safe harbor contribution discussed in Note 8. The Plan administrator funded the entire $129,676 on February 27, 2013. There is no accrual for the corrective contribution included on the Statements of Net Assets Available for Benefits – Modified Cash Basis as the Plan presents their financial statements on the modified cash basis of accounting.

SUPPLEMENTAL INFORMATION

WWRD US, LLC
401(k) PLAN

Schedule H Line 4i, Schedule of Assets (Held at End of Year) - Modified Cash Basis
December 31, 2012

EIN: 26-4378452
Plan No. 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost**	(e) Current Value
Fidelity Trust Company Investments - Participant Directed Assets				
	Common/Collective Trusts			
	*FA Stable Value	1,771,821 shares		$ 1,833,218
	Registered Investment Funds			
	TMPL Global Bond A	38,032 shares		508,869
	Nuveen Real Estate A	19,384 shares		407,467
	Blackrock Equity Div A	27,879 shares		554,521
	PIMCO Total Return A	51,077 shares		574,110
	PIMCO Comm Rel Ret A	19,930 shares		129,949
	JPMorgan Equity Index A	4,382 shares		141,710
	Dreyfus Emerging Markets A	26,858 shares		278,787
	Blackrock Energy & Res A	7,584 shares		219,507
	MFS International Divrsn R3	7,112 shares		100,418
	MFS New Discovery R3	20,826 shares		435,894
	Perkins SM Cap Val S	7,121 shares		149,123
	*FA Strat Income A	30,415 shares		385,961
	*FA Freedom 2010 A	41,199 shares		496,038
	*FA Freedom 2020 A	219,331 shares		2,743,833
	*FA Freedom 2030 A	111,039 shares		1,406,867
	*FA Freedom 2040 A	84,482 shares		1,081,364
	*FA Freedom Inc A	12,179 shares		134,212
	*FA New Insights A	15,911 shares		361,985
	*FA Freedom 2005 A	802 shares		9,277
	*FA Freedom 2015 A	150,550 shares		1,806,597
	*FA Freedom 2025 A	149,270 shares		1,804,677
	*FA Freedom 2035 A	104,450 shares		1,252,359
	*FA Freedom 2045 A	44,294 shares		434,966
	*FA Freedom 2050 A	10,176 shares		99,118
	*FA Global Strat A	11,937 shares		110,531
	*FA Freedom 2055 A	202 shares		2,000
		Total Registered Investment Funds		15,630,140
	Total Fidelity investments			17,463,358
*	**Notes receivable from participants**	4.00%-9.25%		494,368
	Total investments at fair value			$ 17,957,726

*Indicates a party-in-interest

**Not required as the Plan is participant directed

WWRD US, LLC
401(K) PLAN

For the Years Ended
December 31, 2012 and 2011

MEMBER AICPA DIVISION FOR CPA FIRMS * PRIVATE COMPANY PRACTICE SECTION*
EMPLOYEE BENEFIT PLAN AUDIT QUALITY CENTER

WWRD US, LLC
401(k) PLAN

For the Years Ended December 31, 2012 and 2011

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Schedule H, Line 4i-Schedule of Assets (Held at End of Year) – Modified Cash Basis	15

Note: The accompanying financial statements have been prepared for the purpose of filing with Department of Labor Form 5500. Supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, other than the schedules listed above, are omitted because of the absence of the conditions under which they are required.

mcguigan tombs & company PC
certified public accountants

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INDEPENDENT AUDITORS' REPORT

Trustees of WWRD US, LLC
401(k) Plan

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of WWRD US, LLC 401(k) Plan, which comprise the statements of net assets available for benefits (modified cash basis) as of December 31, 2012, and the related statements of changes in net assets available for benefits (modified cash basis) for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements
Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting as described in Note 2, this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Plan management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Basis for Disclaimer of Opinion
As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2012, that the information provided to the Plan administrator by the trustee is complete and accurate.

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

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Other Matter - Supplemental Schedule
We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets (Held at End of Year) at December 31, 2012, which is the responsibility of plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

Basis of Accounting
We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The financial statements and supplemental schedule were prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

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

Other Matter - 2011 Financial Statements
The financial statements of the Plan as of December 31, 2011, were audited by other auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed the other auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by Fidelity Management Trust Company, the trustee of the Plan. Their report dated October 10, 2012, indicated that (a) because of the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosures under the Employee Retirement Income Security Act of 1974.

McGuigan Tombs & Company, PC
McGuigan Tombs and Company, P.C.
Certified Public Accountants

October 14, 2013
Manasquan, New Jersey

WWRD US, LLC
401(k) PLAN
Statements of Net Assets Available for Benefits – Modified Cash Basis

ASSETS	December 31, 2012	December 31, 2011
Investments at fair value:		
Fidelity Investments	$ 17,463,358	$ 16,265,632
Notes receivable from participants	494,368	479,814
Net assets reflecting all investments at fair value	$ 17,957,726	$ 16,745,446
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(61,397)	(46,489)
Net assets available for benefits	$ 17,896,329	$ 16,698,957

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WWRD US, LLC
401(k) PLAN
Statements of Changes in Net Assets Available for Benefits – Modified Cash Basis

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The Plan is a defined contribution plan that is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Plan is a 401(k) salary deferred plan covering all eligible employees of WWRD US, LLC (the "Company"), and any affiliate, subsidiary, or associated corporation of the Company, which shall adopt this Plan for its employees with the approval of the Company.

Employees of the Company become eligible for membership in the Plan on the first entry date (January 1, April 1, July 1, or October 1) upon completion of three months of service with the Company and attaining the age of twenty-one. For purposes of all employer contributions under the Plan, including safe harbor contributions, employees of the Company become eligible for Company contributions on the first entry date (January 1, April 1, July 1 or October 1) upon completion of one year of service with the Company and attaining the age of twenty-one. For purposes of calculating completion of service for eligibility purposes, prior services with Waterford Wedgwood USA, Inc. and Royal Doulton USA, Inc. shall be credited.

Contributions

A participating employee may contribute a percentage of eligible compensation, not to exceed the annual limit of the lesser of 75% of eligible compensation or limits established by the Internal Revenue Code of 1986 ("IRC"), as amended. The maximum pre tax participant contribution allowed during 2012 and 2011 was $17,000 and $16,500, respectively. The Plan allows employees who are contributing to the Plan who have attained age 50 to make catch up contributions in accordance with IRC Section 414(v). Catch-up contributions are not subject to any other contribution limits or to the nondiscrimination rules.

The Company match is 100% of the first 3% of eligible compensation to comply with the safe harbor provisions of the Internal Revenue Code. In addition, the Company may make discretionary matching contributions in an amount to be determined by WWRD Board of Directors annually. During 2013, the Company will make a discretionary matching contribution equal to 50% of the first 3% of eligible compensation deferred by each participant, this amounts to approximately $180,000 for the plan year ended December 31, 2012. For the year ended December 31, 2011, no discretionary contribution was made.

Note 1 - Description of Plan (cont'd)

Participant accounts

Each participant's account is credited with the participant's salary reduction contribution, the employer's matching contribution, and allocations of (a) the employer's discretionary contribution, (b) Plan earnings and (c) administrative expenses. Allocations are based on participant earnings or account balances, as defined.

Vesting

Participants are 100% vested in the amount of their contributions and the employer safe harbor contribution. Discretionary employer matching contributions are vested at the rate of 20% per year, commencing upon two years of service, until the employee becomes fully vested upon six years of service.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. Loan terms range from one to five years; however, terms may exceed five years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest rate commensurate with local prevailing rates as determined by the Plan administrator, ranging from 4.25% to 9.25%. Principal and interest are paid ratably through payroll deductions. Delinquent notes receivable from participants are reclassified as distributions based upon the terms of the Plan document.

Payment of benefits

Benefits under the Plan are distributable in a lump-sum payment upon death, disability, retirement or termination of employment. Upon approval by the Plan, participants may also make withdrawals of voluntary employee contributions.

Forfeited accounts

At December 31, 2012, forfeited nonvested accounts totaled approximately $600. There were no unallocated forfeitures at December 31, 2011. These accounts can be used to reduce future Company contributions. At December 31, 2012 and 2011, no forfeitures were utilized to reduce Company contributions.

Investment options

Upon enrollment in the Plan, a participant may direct employee and employer contributions in any increment in various investment options offered by the Plan. The Plan currently offers various mutual funds and common trust fund investment options.

Participants may change their investment options at any time.

Note 2 - Summary of significant accounting policies

Basis of accounting

The accompanying financial statements of the Plan are prepared on the modified cash basis of accounting. The modified cash basis of accounting is a cash basis that adjusts securities to fair market value and does not provide for accrual for contributions receivable or payables.

Use of estimates

The preparation of the financial statements in conformity with modified cash basis of accounting requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and when applicable, disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Plan assets

All assets of the Plan are maintained in trust and the transactions are executed by Fidelity Investments (the "Custodian"). Fidelity Management Trust Company serves as trustee of the Plan and performs certain recordkeeping and administrative functions for the Plan. The information reported to the Plan and certified by the Custodians is as follows: Plan investments, income earned on investments, contributions, benefits paid to participants, schedules of investments held and reportable transactions.

Investments

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted prices in an attractive market, which represent the net asset value of shares held by the Plan at year end. Participant notes receivable are valued at their outstanding unpaid principal balances, plus accrued interest, which approximates fair value. Purchases and sales of specific investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

The Plan has an investment in Fidelity Advisor Stable Fund, a common trust fund of Fidelity. Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts, because contractual value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The statements of net assets available for benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits is prepared on a contract value basis.

Note 2 - Summary of significant accounting policies (cont'd)

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions to participants.

Payment of benefits

Benefit payments to participants are recorded upon distribution.

Administrative expenses

Substantially all trustee and recordkeeping expenses related to the administration of the Plan are paid by the Plan, unless they are paid by the Company.

Reclassification

Certain prior year amounts have been reclassified to conform with current year presentation.

Subsequent events

FASB Accounting Standards Codification (ASC) 855 requires interim and annual disclosure of the date through which subsequent events have been evaluated, as well as whether that date is the date the financial statements were issued or the date the financial statements were available to be issued. The Company evaluated subsequent events through the time of the report date on October 14, 2013, no disclosure is necessary, except as disclosed in Note 12.

Note 3 - Fair value measurement

ASC topic 820, "Fair Value Measurements and Disclosures" provides a framework for measuring fair value. That framework defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. ASC 820 establishes a three-level fair value hierarchy that prioritizes the inputs used to measure fair value. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1 - Quoted prices in active markets for identical assets or liabilities.

Level 2 - Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Note 3 - Fair value measurement (cont'd)

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

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

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common/collective trusts: Valued at the NAV units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The fair values of investments as of December 31, 2012 are summarized in the table below:

	Level 1	Level 2	Level 3	Total
Mutual funds				
Mid/large cap stock	$ 12,595,280	$ -	$ -	$ 12,595,280
Small cap stock	585,017	-	-	585,017
Fixed income funds	1,851,130	-	-	1,851,130
International funds	598,713	-	-	598,713
Common/collective trusts				
Stable-value fund	-	1,833,218	-	1,833,218
	$ 15,630,140	$ 1,833,218	$ -	$ 17,463,358

Note 3 - Fair value measurement (cont'd)

The fair values of investments as of December 31, 2011 are summarized in the table below:

	Level 1	Level 2	Level 3	Total
Mutual funds				
Mid/large cap stock	$ 12,213,975	$ -	$ -	$ 12,213,975
Small cap stock	476,904	-	-	476,904
Fixed income funds	1,439,267	-	-	1,439,267
International funds	679,269	-	-	679,269
Common/collective trusts				
Stable-value fund	-	1,456,217	-	1,456,217
	$ 14,809,415	$1,456,217	$ -	$ 16,265,632

The following presents the fair value of investments at December 31, 2012 and 2011 that represent 5% or more of the Plan's net assets:

	2012	2011
Fidelity Investments		
FA Stable Value Fund	$ 1,833,218	1,456,217
FA Freedom 2020 A	2,743,833	3,156,566
FA Freedom 2015 A	1,806,597	1,793,493
FA Freedom 2025 A	1,804,677	1,825,025
FA Freedom 2030 A	1,406,867	1,464,560
FA Freedom 2035 A	1,252,359	1,023,646
FA Freedom 2040 A	1,081,364	891,256

The net investment income for the Plan is summarized below:

	For the year ended December 31,	
	2012	2011
Interest and dividends	$ 363,506	$ 588,362

Net appreciation/(depreciation) in fair value of investments:

	For the year ended December 31,	
	2012	2011
Shares of registered investment companies	$ 1,343,225	$ (922,513)

Note 4 - Information certified by the trustee (Unaudited)

The following is a summary of the unaudited information regarding the Plan as of December 31, 2012 and 2011, included in the Plan's financial statements and supplemental schedule that was prepared by or derived from information prepared by Fidelity Investments for 2012 and 2011, the trustee of the Plan and furnished to the plan administrator. The plan administrator has obtained certifications from the trustee that such information is complete and accurate.

Note 4 - Information certified by the trustee (Unaudited) (cont'd)

	December 31, 2012	December 31, 2011
Investments, at fair value:		
Common/collective trusts	$ 1,833,218	$ 1,456,217
Shares of registered investment companies	15,630,140	14,809,415
Total investments, at fair value	$ 17,463,358	$ 16,265,632
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(61,397)	(46,489)
Total investments	$ 17,401,961	$ 16,219,143

In addition, all investment information, except for the fair value of the investments in the Fidelity Advisor Stable Value Fund, included in Note 3 and the supplemental schedule were provided and certified by the trustees.

Note 5 - Plan termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Internal Revenue Code. In the event of Plan termination, participants will become 100% vested in their accounts.

Note 6 - Related party transactions

Certain plan investments are units of a common trust fund managed by Fidelity Management Trust Company. Fidelity is the trustee, as defined by the Plan and therefore, these transactions qualify as party-in-interest. Fees paid by the plan for the investment management services amounted to $5,519 and $4,818 for the years ended December 31, 2012 and 2011, respectively.

Note 7 - Party-in-interest transactions

WWRD US, LLC provides the Plan with certain accounting and administrative services for which no fees are charged. The plan allows for administrative costs to be paid by the Plan, Plan sponsor or absorbed through the forfeiture account. Certain costs are paid by the sponsor directly. Substantially all expenses, with the exception of audit fees and legal fees, incurred in connection with the administration of the Plan are paid by the Plan.

Participants in the Plan are permitted to borrow funds from their vested balance as described in Note 1. These transactions qualify as party in interest transactions.

Note 8 - Tax status

During November 2010, the Plan adopted a Fidelity prototype plan that received an opinion letter from the Internal Revenue Service on March 31, 2008 stating its acceptability under Section 401(a) of the Internal Revenue Code ("IRC"). The

Note 8 - Tax status (cont'd)

Plan has been amended since receiving the tax opinion letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by a government authority. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011 there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations beginning with the 2009 tax year (inception).

During 2010, the Company, as Plan administrator, recognized certain issues related to applying the Plan's provisions for the definition of compensation used in determining Plan contributions. The Plan received a Compliance Statement from the Internal Revenue Service on October 2, 2012 in response to the Voluntary Compliance Program application to retroactively amend the Plan. The Compliance Statement approved the retroactive plan amendment to January 1, 2011 conditioned on the Company making a corrective contribution to the Plan equal to the missed deferral opportunity (i.e., 50% of the missed deferral) plus earnings for the period March 18, 2009 to December 31, 2010, see Note 12. During 2013, the Company discovered that the 2011 safe harbor match calculation was calculated incorrectly by approximately $2,500. The Company is in the process of determining the earnings on this match and will be remitting the short fall during 2013. The Company believes the tax qualified status of the Plan will not be impacted as a result.

Note 9 - Reconciliation of financial statements to schedule H of Form 5500

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

	2012	2011
Net assets available for benefits per the financial statements	$ 17,896,329	$ 16,698,957
Adjustment from contract value for fully – benefit responsive investment contract	61,397	46,489
Net assets available for benefits per Schedule H to the Form 5500	$ 17,957,726	$ 16,745,446

Note 9 - Reconciliation of financial statements to schedule H of Form 5500 (cont'd)
The following is a reconciliation of the changes in net assets available for benefits per the financial statements for the years ended December 31, 2012 and 2011 to Schedule H of Form 5500:

	2012	2011
Increase/(decrease) in net assets available for benefits per the financial statements	$ 1,197,372	$ (1,086,241)
Add: adjustment from fair value to contract value for fully benefit-responsive investment contracts during the year, net	14,908	39,651
Net income/(loss) per Schedule H of Form 5500	$ 1,212,280	$ (1,046,590)

Note 10 - Risks and uncertainties
The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rates, market and credit risks. Due to the level of risk associated with certain 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 the amounts reported in financial statements.

Note 11 - Benefits payable
As of the date the financial statements were available to be issued, the Company had not completed the discrimination testing for the Plan for the year ended December 31, 2012. For the year ended December 31, 2011, there were no excess contributions refunded as a result of the 2011 tests. Management believes the amount of refunds, if any, resulting from the 2012 testing would not be material to the financial statements, and therefore, no liability has been recorded for such refunds.

Note 12 - Subsequent event
During February 2013, the Plan sponsor computed a final principal adjustment of $116,756 and final market value adjustment of $12,920 for the correction of the 2009 and 2010 safe harbor contribution discussed in Note 8. The Plan administrator funded the entire $129,676 on February 27, 2013. There is no accrual for the corrective contribution included on the Statements of Net Assets Available for Benefits – Modified Cash Basis as the Plan presents their financial statements on the modified cash basis of accounting.

SUPPLEMENTAL INFORMATION

WWRD US, LLC
401(k) PLAN

Schedule H Line 4i, Schedule of Assets (Held at End of Year) - Modified Cash Basis
December 31, 2012

EIN: 26-4378452
Plan No. 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost**	(e) Current Value
Fidelity Trust Company Investments - Participant Directed Assets				
	Common/Collective Trusts			
	*FA Stable Value	1,771,821 shares		$ 1,833,218
	Registered Investment Funds			
	TMPL Global Bond A	38,032 shares		508,869
	Nuveen Real Estate A	19,384 shares		407,467
	Blackrock Equity Div A	27,879 shares		554,521
	PIMCO Total Return A	51,077 shares		574,110
	PIMCO Comm Rel Ret A	19,930 shares		129,949
	JPMorgan Equity Index A	4,382 shares		141,710
	Dreyfus Emerging Markets A	26,858 shares		278,787
	Blackrock Energy & Res A	7,584 shares		219,507
	MFS International Divrsn R3	7,112 shares		100,418
	MFS New Discovery R3	20,826 shares		435,894
	Perkins SM Cap Val S	7,121 shares		149,123
	*FA Strat Income A	30,415 shares		385,961
	*FA Freedom 2010 A	41,199 shares		496,038
	*FA Freedom 2020 A	219,331 shares		2,743,833
	*FA Freedom 2030 A	111,039 shares		1,406,867
	*FA Freedom 2040 A	84,482 shares		1,081,364
	*FA Freedom Inc A	12,179 shares		134,212
	*FA New Insights A	15,911 shares		361,985
	*FA Freedom 2005 A	802 shares		9,277
	*FA Freedom 2015 A	150,550 shares		1,806,597
	*FA Freedom 2025 A	149,270 shares		1,804,677
	*FA Freedom 2035 A	104,450 shares		1,252,359
	*FA Freedom 2045 A	44,294 shares		434,966
	*FA Freedom 2050 A	10,176 shares		99,118
	*FA Global Strat A	11,937 shares		110,531
	*FA Freedom 2055 A	202 shares		2,000
		Total Registered Investment Funds		15,630,140
	Total Fidelity investments			17,463,358
*	**Notes receivable from participants**	4.00%-9.25%		494,368
	Total investments at fair value			$ 17,957,726

*Indicates a party-in-interest

**Not required as the Plan is participant directed