

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	<input type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan; or <input checked="" type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) ____
B This return/report is:	<input type="checkbox"/> the first return/report; <input type="checkbox"/> the final return/report; <input type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	<input type="checkbox"/>
D Check box if filing under:	<input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program; <input type="checkbox"/> special extension (enter description)

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>401(K) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.</u>	1b Three-digit plan number (PN) ▶	<div style="border: 1px solid black; padding: 2px; display: inline-block;">001</div>	
	1c Effective date of plan <u>02/10/1990</u>		
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>SIMON GOLUB & SONS, INC.</u> <u>5506 SIXTH AVENUE SOUTH SEATTLE, WA 98108</u>	2b Employer Identification Number (EIN) <u>91-0651664</u>	2c Sponsor's telephone number <u>206-762-4800</u>	2d Business code (see instructions) <u>423940</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2013	BARB MOTLEY
	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 <input type="checkbox"/> Same as Plan Sponsor Name <input type="checkbox"/> Same as Plan Sponsor Address SIMON GOLUB & SONS, INC. 5506 SIXTH AVENUE SOUTH SEATTLE, WA 98108		3b Administrator's EIN 91-0651664 3c Administrator's telephone number 206-762-4800
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		5 130
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	110
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	13
d Subtotal. Add lines 6a , 6b , and 6c	6d	123
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	123
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	76
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
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 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) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> 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) <input checked="" type="checkbox"/> R (Retirement Plan Information) (2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) <input checked="" type="checkbox"/> H (Financial Information) (2) <input type="checkbox"/> I (Financial Information – Small Plan) (3) <input type="checkbox"/> A (Insurance Information) (4) <input checked="" type="checkbox"/> C (Service Provider Information) (5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information) (6) <input type="checkbox"/> 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 <u>401(K) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SIMON GOLUB & SONS, INC.</u>	D Employer Identification Number (EIN) <u>91-0651664</u>	

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INV INST OPS CO

04-2647786

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

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

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

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?
60	RECORDKEEPER	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>AF EUROPAC GRTH R4 - AMERICAN FUNDS</p> <p>95-2566717</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.35%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p style="text-align: center;">60</p>		
<p>(c) Enter amount of indirect compensation</p> <p style="text-align: center;">0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>DLWR SM CAP VAL INST - DELAWARE SER</p> <p>35-1140070</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.25%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p style="text-align: center;">60</p>		
<p>(c) Enter amount of indirect compensation</p> <p style="text-align: center;">0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>INVS COMSTOCK A - INVESCO CANADA LT 5140 YONGE STREET, SUITE 900 TORONTO, ON M2N 6 CA</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.50%</p>		

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		
OPPHMR DEV MKTS A - OFI GLOBAL ASSE TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.50%	
(a) Enter service provider name as it appears on line 2		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
OPPHMR DISCOVERY Y - OFI GLOBAL ASS TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%	
(a) Enter service provider name as it appears on line 2		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
TMPL GLOBAL BOND ADV - FRANKLIN TEM	0.15%	
94-3167260		

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.	
TRP RETIRE INC ADV - T. ROWE PRICE	0.40%	
52-2269240		
(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.	
TRP RETIRE 2010 ADV - T. ROWE PRICE	0.40%	
52-2269240		
(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.	
TRP RETIRE 2015 ADV - T. ROWE PRICE	0.40%	
52-2269240		

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
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>TRP RETIRE 2020 ADV - T. ROWE PRICE</p> <p>52-2269240</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>TRP RETIRE 2025 ADV - T. ROWE PRICE</p> <p>52-2269240</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>TRP RETIRE 2030 ADV - T. ROWE PRICE</p> <p>52-2269240</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		

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.
TRP RETIRE 2035 ADV - T. ROWE PRICE 52-2269240	0.40%

(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.
TRP RETIRE 2040 ADV - T. ROWE PRICE 52-2269240	0.40%

(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.
TRP RETIRE 2045 ADV - T. ROWE PRICE 52-2269240	0.40%

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
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>TRP RETIRE 2050 ADV - T. ROWE PRICE</p> <p>52-2269240</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>TRP RETIRE 2055 ADV - T. ROWE PRICE</p> <p>52-2269240</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.40%</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>FIDELITY INVESTMENTS INSTITUTIONAL</p>		
<p>(b) Service Codes (see instructions)</p> <p>60</p>		
<p>(c) Enter amount of indirect compensation</p> <p>0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>WF STABLE VALUE FUND</p> <p>94-3371778</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>0.50%</p>		

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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
401(K) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

B Three-digit plan number (PN)	001
--	-----

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
SIMON GOLUB & SONS, INC.

D	Employer Identification Number (EIN)
	91-0651664

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: **WF STABLE VALUE FUND J**

b Name of sponsor of entity listed in (a): **WELLS FARGO BANK, N.A.**

c EIN-PN 94-3371778-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4281376
--	--	---

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
--	--	---

For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>401(K) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SIMON GOLUB & SONS, INC.</u>	D Employer Identification Number (EIN) <u>91-0651664</u>	

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)	113112	128229
(9) Value of interest in common/collective trusts.....	1c(9)	3961952	4281376
(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)	7097320	7499378
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	11172384	11908983

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	11172384	11908983
---	-----------	----------	----------

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)	13250	
(B) Participants	2a(1)(B)	472236	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		485486
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)	59992	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	5929	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		65921
(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)	88594	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		88594
(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)		
(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)		844697
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		1484698

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	747549	
(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)		747549
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	550	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		550
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		748099

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		736599
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: CLARK NUBER

(2) EIN: 91-1194016

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a	X		7448
4b		X	

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

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>401(K) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SIMON GOLUB & SONS, INC.</u>	D Employer Identification Number (EIN) <u>91-0651664</u>

Part I	Distributions
---------------	----------------------

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>22-1211670</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> 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?.....	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	<input type="checkbox"/> Increase	<input type="checkbox"/> Decrease	<input type="checkbox"/> Both	<input type="checkbox"/> No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	<input type="checkbox"/> Yes	<input type="checkbox"/> No
11 a Does the ESOP hold any preferred stock?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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.).....	<input type="checkbox"/> Yes	<input type="checkbox"/> No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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): _____

***THE 401(k) PROFIT SHARING PLAN AND
TRUST OF SIMON GOLUB & SONS, INC.***

Financial Statements

For the Years Ended December 31, 2012 and 2011

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Certified Public

Accountants
and Consultants

Independent Auditors' Report

To the Trustees

The 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. Seattle, Washington

We were engaged to audit the accompanying financial statements of The 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2012, 2011 and 2010, and the changes in net assets available for benefits for the years ended December 31, 2012 and 2011, in accordance with accounting principles generally accepted in the United States of America.

CLARK NUBER

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information, as listed in the accompanying table of contents, is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



Certified Public Accountants
October 14, 2013

Certified Public
Accountants
and Consultants

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

***Statements of Net Assets Available for Benefits
December 31, 2012, 2011 and 2010***

	<u>2012</u>	<u>2011</u>	<u>2010</u>
Assets:			
Investments, at fair value-			
Mutual funds	\$ 7,499,378	\$ 7,097,320	\$ 8,415,597
Collective trust fund	<u>4,281,376</u>	<u>3,961,952</u>	<u>3,510,737</u>
Total investments, at fair value	11,780,754	11,059,272	11,926,334
Receivables-			
Notes receivable from participants	<u>128,229</u>	<u>113,112</u>	<u>178,567</u>
Total receivables	<u>128,229</u>	<u>113,112</u>	<u>178,567</u>
Net Assets Available for Benefits, at Fair Value	11,908,983	11,172,384	12,104,901
Adjustment from fair value to contract value for the collective trust fund relating to fully benefit-responsive investment contracts	<u>(120,889)</u>	<u>(100,400)</u>	<u>(75,725)</u>
Net Assets Available for Benefits	<u>\$ 11,788,094</u>	<u>\$ 11,071,984</u>	<u>\$ 12,029,176</u>

See accompanying notes.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

***Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2012 and 2011***

	<u>2012</u>	<u>2011</u>
Additions to Net Assets:		
Contributions-		
Employee	\$ 472,236	\$ 480,091
Employer	13,250	
Rollovers	<u>2,563</u>	<u>167,472</u>
Total contributions	488,049	647,563
Investment income (loss)-		
Net appreciation (depreciation) in fair value of mutual funds	824,208	(233,587)
Interest and dividends	146,023	78,409
Interest on notes receivable from participants	<u>5,929</u>	<u>6,233</u>
Net investment income (loss)	<u>976,160</u>	<u>(148,945)</u>
Total Additions to Net Assets	1,464,209	498,618
Deductions from Net Assets:		
Benefits paid to participants	747,549	1,454,812
Administrative expenses	<u>550</u>	<u>998</u>
Total Deductions from Net Assets	<u>748,099</u>	<u>1,455,810</u>
Net Increase (Decrease) in Net Assets Available for Benefits	716,110	(957,192)
Net Assets Available for Benefits:		
Beginning of year	<u>11,071,984</u>	<u>12,029,176</u>
End of Year	<u>\$ 11,788,094</u>	<u>\$ 11,071,984</u>

See accompanying notes.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 1 - Plan Description

The following description of the 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan established under the provisions of Section 401(a) of the Internal Revenue Code (IRC) by Simon Golub & Sons, Inc. (the Company or the Sponsor). The Plan is subject to the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Eligibility - All employees are eligible to participate in the Plan on the first day of the quarter subsequent to their date of hire after achieving 90 days of consecutive service excluding leased employees and employees covered by collective bargaining agreements. Prior to December 1, 2012, employees must have obtained the age of 21 to participate.

Contributions - The Plan allows employees to contribute from 1% to 75% of their compensation to the Plan up to annual limits as defined by the IRC. Prior to December 1, 2012, participants were allowed to contribute up to 100% of their compensation. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Employees may also rollover amounts from other qualified plans excluding any amounts related to Roth contributions.

The Company can elect to make a discretionary matching contribution as well as a discretionary profit sharing contribution. The Company did not make discretionary matching or profit sharing contributions to the Plan for the 2011 or 2012 plan years. The Company may also elect to make a discretionary contribution based on participants' length of service with the Company. During 2012, the Company contributed \$13,250 to participants as length of service awards.

Participant Accounts - Participant contributions to the Plan are voluntary. Participants are allowed to direct the investment of all contributions into various investment options that offer a diversity of investment risk and return. Each participant's account is credited with any contributions made to the account as well as increases or decreases in the market value of investments, and is charged with an allocation of administrative expenses (if applicable). The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Allocation Provisions - Dividend income, interest income and net realized and unrealized investment gain or loss of each fund shall be allocated to the accounts of each participant based on the participant's proportionate share of the various investment funds held in their investment account.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 1 - Continued

Vesting - Participants are immediately vested in their contributions and rollover contributions. Vesting in the Company contributed portion of participants' accounts, plus actual earnings thereon, is based on years of credited service per the following schedule:

<u><i>Years of Service</i></u>	<u><i>Vested Percentage</i></u>
Less than 1	0%
1	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Prior to December 1, 2012, participants received 10% vesting for obtaining one year of service.

Notes Receivable from Participants - The Plan allows participants to borrow from all accounts representing a participant's contributions to the Plan and earnings thereon. In no event can the participant borrow less than \$1,000 or more than \$50,000. Unless a loan is made for the purchase of a principal residence, all loans have maximum repayment terms of five years. The loans bear interest at the prime rate plus 1% as established on the first day of the month the loan was originated. At December 31, 2012, 2011 and 2010, interest rates on outstanding loans ranged from 4.25% to 9.25%.

Benefit Payments - Upon retirement, death, disability, attainment of age 59½, or termination of service, a participant or beneficiary may elect to receive benefit payments via lump sum payment or roll the funds into another qualified plan. The Plan requires automatic lump sum distributions of participant accounts with balances less than or equal to \$5,000 be deposited into an individual retirement account unless the participant elects a cash payment or rollover to another qualified retirement plan. The Plan also provides for hardship withdrawals in accordance with provisions specified in the plan document.

Forfeitures - Participants are entitled to their vested benefits upon termination from the Plan. Unvested contributions are forfeited for all terminated employees and are used to reduce future employer contributions, reinstate previously forfeited balances when employees are rehired, provided the employee's break in service does not exceed five years, or pay plan expenses. There were no forfeitures used by the Plan for the years ended December 31, 2012, 2011 and 2010.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 2 - Significant Accounting Policies

Basis of Accounting - The financial statements of the Plan have been prepared on the accrual basis of accounting. 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 contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan invests in investment contracts through a collective trust fund. Contract value for this collective trust fund is based on the net asset value of the fund as reported by the fund's trustee. The statements of net assets available for benefits presents the fair value of the investment in the collective trust fund as well as the adjustment from fair value to contract value relating to the investment contracts. The statement of changes in net assets available for benefits is prepared on a contract value basis.

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

Investment Valuation and Income Recognition - The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a discussion of fair value measurements.

Net appreciation or depreciation in the fair value of mutual funds includes both realized and unrealized gains and losses. Purchases and sales of securities are reported on a trade date basis. Dividends are recorded on the ex-dividend date. Interest is recorded on the accrual basis.

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance. Accrued but unpaid interest, if any, would not have a material impact on the Plan's financial statements. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of Benefits - Benefits paid to participants are recognized when they are paid. There were no amounts allocated to accounts of participants who had elected to withdraw from the Plan but had not yet been paid as of December 31, 2012, 2011 and 2010.

Investment Management and Administrative Expenses - The Plan's investments are subject to management fees based on a percentage of investment assets, as disclosed in the fund's prospectus. All such fees are charged directly against the fund's investment performance and not separately disclosed in the accompanying financial statements. Transaction based fees for loans are charged directly to participant accounts. The Sponsor pays substantially all of the administrative expenses on behalf of the Plan.

Subsequent Events - The Sponsor has evaluated subsequent events through October 14, 2013, the date on which the Plan's financial statements were available to be issued.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Fair Value Measurements

U.S. GAAP provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy are described as follows:

Level 1 - Unadjusted quoted prices available in active markets for identical assets or liabilities;

Level 2 - Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices in active markets for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; or

Level 3 - Unobservable inputs that are significant to the fair value measurement.

A financial instrument's level within the fair value hierarchy is based upon 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, 2011, and 2010:

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.

Collective Trust Fund - Valued using the NAV provided by the fund's trustee. The NAV is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding at the valuation date. The fund is traded on a private market that is not active; however, the unit price is based primarily on observable market data of the fund's underlying assets.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Continued

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2012, 2011, and 2010:

<i>Fair Value Measurements as of December 31, 2012</i>				
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Small/mid cap	\$ 2,729,875	\$ -	\$ -	\$ 2,729,875
Large cap	1,542,730			1,542,730
International equity	1,326,874			1,326,874
Fixed income	1,246,771			1,246,771
Specialty	382,596			382,596
Target date	270,532			270,532
	<u>7,499,378</u>			<u>7,499,378</u>
Collective trust fund, stable value		<u>4,281,376</u>		<u>4,281,376</u>
	<u>\$ 7,499,378</u>	<u>\$ 4,281,376</u>	<u>\$ -</u>	<u>\$ 11,780,754</u>
<i>Fair Value Measurements as of December 31, 2011</i>				
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Large cap	\$ 2,562,380	\$ -	\$ -	\$ 2,562,380
Small/mid cap	1,361,354			1,361,354
International equity	1,227,561			1,227,561
Fixed income	1,059,786			1,059,786
Specialty	478,054			478,054
Money market	408,185			408,185
	<u>7,097,320</u>			<u>7,097,320</u>
Collective trust fund, stable value		<u>3,961,952</u>		<u>3,961,952</u>
	<u>\$ 7,097,320</u>	<u>\$ 3,961,952</u>	<u>\$ -</u>	<u>\$ 11,059,272</u>

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Continued

	<i>Fair Value Measurements as of December 31, 2010</i>			
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Large cap	\$ 3,498,674	\$ -	\$ -	\$ 3,498,674
Fixed income	1,666,905			1,666,905
Small/mid cap	1,551,288			1,551,288
International equity	1,054,888			1,054,888
Specialty	643,842			643,842
	<u>8,415,597</u>			<u>8,415,597</u>
Collective trust fund, stable value		<u>3,510,737</u>		<u>3,510,737</u>
	<u>\$ 8,415,597</u>	<u>\$ 3,510,737</u>	<u>\$ -</u>	<u>\$ 11,926,334</u>

The following sets forth additional disclosures of the Plan's investment whose fair value is estimated using NAV per share (or its equivalent), as of December 31:

	<i>2012</i>	<i>2011</i>	<i>2010</i>	<i>Redemption</i>	<i>Redemption</i>
	<i>Fair Value</i>	<i>Fair Value</i>	<i>Fair Value</i>	<i>Frequency</i>	<i>Notice Period</i>
WF Stable Value Fund J (a)	\$ 4,281,376	\$ 3,961,952	\$ 3,510,737	Daily	None

- (a) The objective of the stable value portfolio is to seek stability of principal and consistency of returns with minimal volatility. The stable value portfolio invests in financial instruments that seek to provide participants with a stable crediting rate and safety of principal plus accrued interest. The contracts and securities purchased for the funds are backed solely by the financial resources of the issuers of such contracts and securities. An investment in the fund is not insured or guaranteed by the manager(s), the plan sponsor, the trustee, the FDIC, or any other government agency. Galliard Capital Management, Inc. serves as investment advisor. There were no unfunded commitments at December 31, 2012, 2011 or 2010.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 4 - Investments

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

	<u>2012</u>	<u>2011</u>	<u>2010</u>
Mutual funds-			
Prudential Jennison Growth	\$ 1,356,506	\$ 1,076,345	\$ 1,422,056
American Funds EuroPacific Growth	1,297,765	*	*
Invesco Comstock	1,260,903	*	*
Prudential Total Return Bond	1,184,869	1,059,786	1,198,054
Vanguard Extended Market Index	1,118,120	*	*
Invesco International Growth	*	1,191,551	1,054,888
Invesco Van Kampen Comstock	*	1,114,010	1,443,085
Franklin Small-Mid Cap Growth	*	568,395	607,872
Goldman Sachs Mid Cap Value	*	*	621,081
Collective trust fund-			
Wells Fargo Stable Value Fund J	4,281,376	3,961,952	3,510,737

* Does not represent 5% of the Plan's net assets for the respective plan year.

Note 5 - Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity or Prudential and their affiliates. Fidelity and Prudential served as the Plan's custodian during 2012 and 2011. Therefore, transactions with such investments and fees charged by both parties and affiliates for managing the investments, qualify as party-in-interest transactions, which are exempt from prohibited transaction rules. Direct fees paid by the Plan to Fidelity and Prudential and its affiliates were \$550 for the year ended December 31, 2012, and direct fees paid by the Plan to Prudential and its affiliates were \$998 for the year ended December 31, 2011.

Note 6 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become, if they are not already, 100% vested in their account balances.

Note 7 - Income Tax Status

The Company adopted a Fidelity Basic Plan Document effective December 1, 2012. Fidelity received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2008, which states that the basic plan document satisfies the applicable provisions of the IRC. The Plan itself has not received a determination letter from the IRS. However, the Plan's management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income tax has been included in the Plan's financial statements.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 7 - Continued

Prior to December 1, 2012, the Plan obtained a determination letter dated September 14, 2010 for its individually designed plan document, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC.

The Plan is subject to audits by the IRS for certain tax periods based on applicable laws and regulations; however, there are currently no audits for any tax periods in progress.

Note 8 - Risks and Uncertainties

The Plan provides for various investment fund options, which in turn invest in a combination of investment securities such as stocks, bonds, and others. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Note 9 - Reconciliation to Form 5500

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

	<u>2012</u>	<u>2011</u>
Net assets available for benefits per the financial statements	\$ 11,788,094	\$ 11,071,984
Less adjustment from contract value to fair value for the collective trust fund relating to fully benefit-responsive investment contracts	<u>120,889</u>	<u>100,400</u>
Net Assets Per the Form 5500	<u><u>\$ 11,908,983</u></u>	<u><u>\$ 11,172,384</u></u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2012 and 2011:

	<u>2012</u>	<u>2011</u>
Net increase (decrease) in net assets available for benefits per the financial statements	\$ 716,110	(957,192)
Change in the adjustment from contract value to fair value for the collective trust relating to fully benefit-responsive investment contracts	<u>20,489</u>	<u>100,400</u>
Net Income (Loss) Per the Form 5500	<u><u>\$ 736,599</u></u>	<u><u>\$ (856,792)</u></u>

SUPPLEMENTARY INFORMATION

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(a)

Schedule of Delinquent Participant Contributions (2012 Plan Year)

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check Here if Late Participant Loan Repayments are Included: <input checked="" type="checkbox"/>				
\$ 7,448	\$ 7,448	\$ -	\$ -	\$ -

See independent auditors' report.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(a)

Schedule of Delinquent Participant Contributions (2011 Plan Year)

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check Here if Late Participant Loan Repayments are Included: <input checked="" type="checkbox"/>				
\$ 49,209	\$ -	\$ 49,209	\$ -	\$ -

See independent auditors' report.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(i)
Schedule of Assets Held as of December 31, 2012

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

(a)	(b) Identity of Issuer, 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
	Prudential Jennison Growth	Mutual Fund	**	\$ 1,356,506
	American Funds EuroPacific Growth	Mutual Fund	**	1,297,765
	Invesco Comstock	Mutual Fund	**	1,260,903
	Prudential Total Return Bond	Mutual Fund	**	1,184,869
	Vanguard Extended Market Index	Mutual Fund	**	1,118,120
*	Fidelity Select Materials	Mutual Fund	**	382,596
	Vanguard 500 Index	Mutual Fund	**	281,827
	T. Rowe Price Retirement 2010	Mutual Fund	**	269,722
	Oppenheimer Discovery	Mutual Fund	**	255,250
	Templeton Global Bond	Mutual Fund	**	61,902
	Oppenheimer Developing Markets	Mutual Fund	**	29,109
	T. Rowe Price Retirement 2030	Mutual Fund	**	771
	T. Rowe Price Retirement 2025	Mutual Fund	**	38
	Wells Fargo Stable Value Fund J	Collective Trust Fund	**	4,281,376
*	Participant Loans	Rates from 4.25% to 9.25%	- 0 -	<u>128,229</u>
Total				<u>\$ 11,908,983</u>

* Party-in-interest as defined by section 3(14) of ERISA.

** Historical cost information omitted with respect to assets held for investment purposes on participant-directed individual account balances.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(i)
Schedule of Assets Held as of December 31, 2011

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

(a)	(b) Identity of Issuer, 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
	Invesco International Growth	Mutual Fund	**	\$ 1,191,551
	Invesco Van Kampen Comstock	Mutual Fund	**	1,114,010
*	Prudential Jennison Growth	Mutual Fund	**	1,076,345
*	Prudential Total Return Bond	Mutual Fund	**	1,059,786
	Franklin Small-Mid Cap Growth	Mutual Fund	**	568,395
	Goldman Sachs Mid Cap Value	Mutual Fund	**	505,498
	Highmark US Govt Money Market	Mutual Fund	**	408,185
*	Prudential Jennison Natural Resources	Mutual Fund	**	395,292
*	Prudential Jennison Small Company	Mutual Fund	**	266,158
	American Funds AMCAP	Mutual Fund	**	254,138
*	Prudential Stock Index	Mutual Fund	**	117,887
	Allianz RCM Technology	Mutual Fund	**	82,762
	Oppenheimer Developing Markets	Mutual Fund	**	36,010
	Alger Small Cap Growth	Mutual Fund	**	21,303
	Wells Fargo Stable Value Fund J	Collective Trust Fund	**	3,961,952
*	Participant loans	Rates from 4.25% to 9.25%	- 0 -	113,112
Total				<u>\$ 11,172,384</u>

* Party-in-interest as defined by section 3(14) of ERISA.

** Historical cost information omitted with respect to assets held for investment purposes on participant-directed individual account balances.

***THE 401(k) PROFIT SHARING PLAN AND
TRUST OF SIMON GOLUB & SONS, INC.***

Financial Statements

For the Years Ended December 31, 2012 and 2011

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Certified Public

Accountants
and Consultants

Independent Auditors' Report

To the Trustees

The 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. Seattle, Washington

We were engaged to audit the accompanying financial statements of The 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2012, 2011 and 2010, and the changes in net assets available for benefits for the years ended December 31, 2012 and 2011, in accordance with accounting principles generally accepted in the United States of America.

CLARK NUBER

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information, as listed in the accompanying table of contents, is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Clark Nuber P.S.

Certified Public Accountants
October 14, 2013

Certified Public
Accountants
and Consultants

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

***Statements of Net Assets Available for Benefits
December 31, 2012, 2011 and 2010***

	<u>2012</u>	<u>2011</u>	<u>2010</u>
Assets:			
Investments, at fair value-			
Mutual funds	\$ 7,499,378	\$ 7,097,320	\$ 8,415,597
Collective trust fund	<u>4,281,376</u>	<u>3,961,952</u>	<u>3,510,737</u>
Total investments, at fair value	11,780,754	11,059,272	11,926,334
Receivables-			
Notes receivable from participants	<u>128,229</u>	<u>113,112</u>	<u>178,567</u>
Total receivables	<u>128,229</u>	<u>113,112</u>	<u>178,567</u>
Net Assets Available for Benefits, at Fair Value	11,908,983	11,172,384	12,104,901
Adjustment from fair value to contract value for the collective trust fund relating to fully benefit-responsive investment contracts	<u>(120,889)</u>	<u>(100,400)</u>	<u>(75,725)</u>
Net Assets Available for Benefits	<u>\$ 11,788,094</u>	<u>\$ 11,071,984</u>	<u>\$ 12,029,176</u>

See accompanying notes.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

***Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2012 and 2011***

	<u>2012</u>	<u>2011</u>
Additions to Net Assets:		
Contributions-		
Employee	\$ 472,236	\$ 480,091
Employer	13,250	
Rollovers	<u>2,563</u>	<u>167,472</u>
Total contributions	488,049	647,563
Investment income (loss)-		
Net appreciation (depreciation) in fair value of mutual funds	824,208	(233,587)
Interest and dividends	146,023	78,409
Interest on notes receivable from participants	<u>5,929</u>	<u>6,233</u>
Net investment income (loss)	<u>976,160</u>	<u>(148,945)</u>
Total Additions to Net Assets	1,464,209	498,618
Deductions from Net Assets:		
Benefits paid to participants	747,549	1,454,812
Administrative expenses	<u>550</u>	<u>998</u>
Total Deductions from Net Assets	<u>748,099</u>	<u>1,455,810</u>
Net Increase (Decrease) in Net Assets Available for Benefits	716,110	(957,192)
Net Assets Available for Benefits:		
Beginning of year	<u>11,071,984</u>	<u>12,029,176</u>
End of Year	<u>\$ 11,788,094</u>	<u>\$ 11,071,984</u>

See accompanying notes.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 1 - Plan Description

The following description of the 401(k) Profit Sharing Plan and Trust of Simon Golub & Sons, Inc. (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan established under the provisions of Section 401(a) of the Internal Revenue Code (IRC) by Simon Golub & Sons, Inc. (the Company or the Sponsor). The Plan is subject to the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Eligibility - All employees are eligible to participate in the Plan on the first day of the quarter subsequent to their date of hire after achieving 90 days of consecutive service excluding leased employees and employees covered by collective bargaining agreements. Prior to December 1, 2012, employees must have obtained the age of 21 to participate.

Contributions - The Plan allows employees to contribute from 1% to 75% of their compensation to the Plan up to annual limits as defined by the IRC. Prior to December 1, 2012, participants were allowed to contribute up to 100% of their compensation. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Employees may also rollover amounts from other qualified plans excluding any amounts related to Roth contributions.

The Company can elect to make a discretionary matching contribution as well as a discretionary profit sharing contribution. The Company did not make discretionary matching or profit sharing contributions to the Plan for the 2011 or 2012 plan years. The Company may also elect to make a discretionary contribution based on participants' length of service with the Company. During 2012, the Company contributed \$13,250 to participants as length of service awards.

Participant Accounts - Participant contributions to the Plan are voluntary. Participants are allowed to direct the investment of all contributions into various investment options that offer a diversity of investment risk and return. Each participant's account is credited with any contributions made to the account as well as increases or decreases in the market value of investments, and is charged with an allocation of administrative expenses (if applicable). The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Allocation Provisions - Dividend income, interest income and net realized and unrealized investment gain or loss of each fund shall be allocated to the accounts of each participant based on the participant's proportionate share of the various investment funds held in their investment account.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 1 - Continued

Vesting - Participants are immediately vested in their contributions and rollover contributions. Vesting in the Company contributed portion of participants' accounts, plus actual earnings thereon, is based on years of credited service per the following schedule:

<u><i>Years of Service</i></u>	<u><i>Vested Percentage</i></u>
Less than 1	0%
1	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Prior to December 1, 2012, participants received 10% vesting for obtaining one year of service.

Notes Receivable from Participants - The Plan allows participants to borrow from all accounts representing a participant's contributions to the Plan and earnings thereon. In no event can the participant borrow less than \$1,000 or more than \$50,000. Unless a loan is made for the purchase of a principal residence, all loans have maximum repayment terms of five years. The loans bear interest at the prime rate plus 1% as established on the first day of the month the loan was originated. At December 31, 2012, 2011 and 2010, interest rates on outstanding loans ranged from 4.25% to 9.25%.

Benefit Payments - Upon retirement, death, disability, attainment of age 59½, or termination of service, a participant or beneficiary may elect to receive benefit payments via lump sum payment or roll the funds into another qualified plan. The Plan requires automatic lump sum distributions of participant accounts with balances less than or equal to \$5,000 be deposited into an individual retirement account unless the participant elects a cash payment or rollover to another qualified retirement plan. The Plan also provides for hardship withdrawals in accordance with provisions specified in the plan document.

Forfeitures - Participants are entitled to their vested benefits upon termination from the Plan. Unvested contributions are forfeited for all terminated employees and are used to reduce future employer contributions, reinstate previously forfeited balances when employees are rehired, provided the employee's break in service does not exceed five years, or pay plan expenses. There were no forfeitures used by the Plan for the years ended December 31, 2012, 2011 and 2010.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 2 - Significant Accounting Policies

Basis of Accounting - The financial statements of the Plan have been prepared on the accrual basis of accounting. 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 contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan invests in investment contracts through a collective trust fund. Contract value for this collective trust fund is based on the net asset value of the fund as reported by the fund's trustee. The statements of net assets available for benefits presents the fair value of the investment in the collective trust fund as well as the adjustment from fair value to contract value relating to the investment contracts. The statement of changes in net assets available for benefits is prepared on a contract value basis.

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

Investment Valuation and Income Recognition - The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a discussion of fair value measurements.

Net appreciation or depreciation in the fair value of mutual funds includes both realized and unrealized gains and losses. Purchases and sales of securities are reported on a trade date basis. Dividends are recorded on the ex-dividend date. Interest is recorded on the accrual basis.

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance. Accrued but unpaid interest, if any, would not have a material impact on the Plan's financial statements. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of Benefits - Benefits paid to participants are recognized when they are paid. There were no amounts allocated to accounts of participants who had elected to withdraw from the Plan but had not yet been paid as of December 31, 2012, 2011 and 2010.

Investment Management and Administrative Expenses - The Plan's investments are subject to management fees based on a percentage of investment assets, as disclosed in the fund's prospectus. All such fees are charged directly against the fund's investment performance and not separately disclosed in the accompanying financial statements. Transaction based fees for loans are charged directly to participant accounts. The Sponsor pays substantially all of the administrative expenses on behalf of the Plan.

Subsequent Events - The Sponsor has evaluated subsequent events through October 14, 2013, the date on which the Plan's financial statements were available to be issued.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Fair Value Measurements

U.S. GAAP provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy are described as follows:

Level 1 - Unadjusted quoted prices available in active markets for identical assets or liabilities;

Level 2 - Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices in active markets for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; or

Level 3 - Unobservable inputs that are significant to the fair value measurement.

A financial instrument's level within the fair value hierarchy is based upon 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, 2011, and 2010:

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.

Collective Trust Fund - Valued using the NAV provided by the fund's trustee. The NAV is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding at the valuation date. The fund is traded on a private market that is not active; however, the unit price is based primarily on observable market data of the fund's underlying assets.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Continued

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2012, 2011, and 2010:

<i>Fair Value Measurements as of December 31, 2012</i>				
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Small/mid cap	\$ 2,729,875	\$ -	\$ -	\$ 2,729,875
Large cap	1,542,730			1,542,730
International equity	1,326,874			1,326,874
Fixed income	1,246,771			1,246,771
Specialty	382,596			382,596
Target date	270,532			270,532
	<u>7,499,378</u>			<u>7,499,378</u>
Collective trust fund, stable value		<u>4,281,376</u>		<u>4,281,376</u>
	<u>\$ 7,499,378</u>	<u>\$ 4,281,376</u>	<u>\$ -</u>	<u>\$ 11,780,754</u>
<i>Fair Value Measurements as of December 31, 2011</i>				
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Large cap	\$ 2,562,380	\$ -	\$ -	\$ 2,562,380
Small/mid cap	1,361,354			1,361,354
International equity	1,227,561			1,227,561
Fixed income	1,059,786			1,059,786
Specialty	478,054			478,054
Money market	408,185			408,185
	<u>7,097,320</u>			<u>7,097,320</u>
Collective trust fund, stable value		<u>3,961,952</u>		<u>3,961,952</u>
	<u>\$ 7,097,320</u>	<u>\$ 3,961,952</u>	<u>\$ -</u>	<u>\$ 11,059,272</u>

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 3 - Continued

	<i>Fair Value Measurements as of December 31, 2010</i>			
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Mutual funds-				
Large cap	\$ 3,498,674	\$ -	\$ -	\$ 3,498,674
Fixed income	1,666,905			1,666,905
Small/mid cap	1,551,288			1,551,288
International equity	1,054,888			1,054,888
Specialty	643,842			643,842
	8,415,597			8,415,597
Collective trust fund, stable value		3,510,737		3,510,737
	\$ 8,415,597	\$ 3,510,737	\$ -	\$ 11,926,334

The following sets forth additional disclosures of the Plan's investment whose fair value is estimated using NAV per share (or its equivalent), as of December 31:

	<i>2012</i>	<i>2011</i>	<i>2010</i>	<i>Redemption</i>	<i>Redemption</i>
	<i>Fair Value</i>	<i>Fair Value</i>	<i>Fair Value</i>	<i>Frequency</i>	<i>Notice Period</i>
WF Stable Value Fund J (a)	\$ 4,281,376	\$ 3,961,952	\$ 3,510,737	Daily	None

- (a) The objective of the stable value portfolio is to seek stability of principal and consistency of returns with minimal volatility. The stable value portfolio invests in financial instruments that seek to provide participants with a stable crediting rate and safety of principal plus accrued interest. The contracts and securities purchased for the funds are backed solely by the financial resources of the issuers of such contracts and securities. An investment in the fund is not insured or guaranteed by the manager(s), the plan sponsor, the trustee, the FDIC, or any other government agency. Galliard Capital Management, Inc. serves as investment advisor. There were no unfunded commitments at December 31, 2012, 2011 or 2010.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 4 - Investments

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

	<u>2012</u>	<u>2011</u>	<u>2010</u>
Mutual funds-			
Prudential Jennison Growth	\$ 1,356,506	\$ 1,076,345	\$ 1,422,056
American Funds EuroPacific Growth	1,297,765	*	*
Invesco Comstock	1,260,903	*	*
Prudential Total Return Bond	1,184,869	1,059,786	1,198,054
Vanguard Extended Market Index	1,118,120	*	*
Invesco International Growth	*	1,191,551	1,054,888
Invesco Van Kampen Comstock	*	1,114,010	1,443,085
Franklin Small-Mid Cap Growth	*	568,395	607,872
Goldman Sachs Mid Cap Value	*	*	621,081
Collective trust fund-			
Wells Fargo Stable Value Fund J	4,281,376	3,961,952	3,510,737

* Does not represent 5% of the Plan's net assets for the respective plan year.

Note 5 - Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity or Prudential and their affiliates. Fidelity and Prudential served as the Plan's custodian during 2012 and 2011. Therefore, transactions with such investments and fees charged by both parties and affiliates for managing the investments, qualify as party-in-interest transactions, which are exempt from prohibited transaction rules. Direct fees paid by the Plan to Fidelity and Prudential and its affiliates were \$550 for the year ended December 31, 2012, and direct fees paid by the Plan to Prudential and its affiliates were \$998 for the year ended December 31, 2011.

Note 6 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become, if they are not already, 100% vested in their account balances.

Note 7 - Income Tax Status

The Company adopted a Fidelity Basic Plan Document effective December 1, 2012. Fidelity received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2008, which states that the basic plan document satisfies the applicable provisions of the IRC. The Plan itself has not received a determination letter from the IRS. However, the Plan's management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income tax has been included in the Plan's financial statements.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Notes to Financial Statements

For the Years Ended December 31, 2012 and 2011

Note 7 - Continued

Prior to December 1, 2012, the Plan obtained a determination letter dated September 14, 2010 for its individually designed plan document, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC.

The Plan is subject to audits by the IRS for certain tax periods based on applicable laws and regulations; however, there are currently no audits for any tax periods in progress.

Note 8 - Risks and Uncertainties

The Plan provides for various investment fund options, which in turn invest in a combination of investment securities such as stocks, bonds, and others. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Note 9 - Reconciliation to Form 5500

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

	<u>2012</u>	<u>2011</u>
Net assets available for benefits per the financial statements	\$ 11,788,094	\$ 11,071,984
Less adjustment from contract value to fair value for the collective trust fund relating to fully benefit-responsive investment contracts	<u>120,889</u>	<u>100,400</u>
Net Assets Per the Form 5500	<u>\$ 11,908,983</u>	<u>\$ 11,172,384</u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2012 and 2011:

	<u>2012</u>	<u>2011</u>
Net increase (decrease) in net assets available for benefits per the financial statements	\$ 716,110	(957,192)
Change in the adjustment from contract value to fair value for the collective trust relating to fully benefit-responsive investment contracts	<u>20,489</u>	<u>100,400</u>
Net Income (Loss) Per the Form 5500	<u>\$ 736,599</u>	<u>\$ (856,792)</u>

SUPPLEMENTARY INFORMATION

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(a)

Schedule of Delinquent Participant Contributions (2012 Plan Year)

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check Here if Late Participant Loan Repayments are Included: <input checked="" type="checkbox"/>				
\$ 7,448	\$ 7,448	\$ -	\$ -	\$ -

See independent auditors' report.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(a)

Schedule of Delinquent Participant Contributions (2011 Plan Year)

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check Here if Late Participant Loan Repayments are Included: <input checked="" type="checkbox"/>				
\$ 49,209	\$ -	\$ 49,209	\$ -	\$ -

See independent auditors' report.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(i)
Schedule of Assets Held as of December 31, 2012

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

(a)	(b) Identity of Issuer, 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
	Prudential Jennison Growth	Mutual Fund	**	\$ 1,356,506
	American Funds EuroPacific Growth	Mutual Fund	**	1,297,765
	Invesco Comstock	Mutual Fund	**	1,260,903
	Prudential Total Return Bond	Mutual Fund	**	1,184,869
	Vanguard Extended Market Index	Mutual Fund	**	1,118,120
*	Fidelity Select Materials	Mutual Fund	**	382,596
	Vanguard 500 Index	Mutual Fund	**	281,827
	T. Rowe Price Retirement 2010	Mutual Fund	**	269,722
	Oppenheimer Discovery	Mutual Fund	**	255,250
	Templeton Global Bond	Mutual Fund	**	61,902
	Oppenheimer Developing Markets	Mutual Fund	**	29,109
	T. Rowe Price Retirement 2030	Mutual Fund	**	771
	T. Rowe Price Retirement 2025	Mutual Fund	**	38
	Wells Fargo Stable Value Fund J	Collective Trust Fund	**	4,281,376
*	Participant Loans	Rates from 4.25% to 9.25%	- 0 -	<u>128,229</u>
Total				<u>\$ 11,908,983</u>

* Party-in-interest as defined by section 3(14) of ERISA.

** Historical cost information omitted with respect to assets held for investment purposes on participant-directed individual account balances.

THE 401(k) PROFIT SHARING PLAN AND TRUST OF SIMON GOLUB & SONS, INC.

Attachment to Form 5500, Schedule H, Line 4(i)
Schedule of Assets Held as of December 31, 2011

Employer: Simon Golub & Sons, Inc.

EIN: 91-0651664

Plan No.: 001

(a)	(b) Identity of Issuer, 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
	Invesco International Growth	Mutual Fund	**	\$ 1,191,551
	Invesco Van Kampen Comstock	Mutual Fund	**	1,114,010
*	Prudential Jennison Growth	Mutual Fund	**	1,076,345
*	Prudential Total Return Bond	Mutual Fund	**	1,059,786
	Franklin Small-Mid Cap Growth	Mutual Fund	**	568,395
	Goldman Sachs Mid Cap Value	Mutual Fund	**	505,498
	Highmark US Govt Money Market	Mutual Fund	**	408,185
*	Prudential Jennison Natural Resources	Mutual Fund	**	395,292
*	Prudential Jennison Small Company	Mutual Fund	**	266,158
	American Funds AMCAP	Mutual Fund	**	254,138
*	Prudential Stock Index	Mutual Fund	**	117,887
	Allianz RCM Technology	Mutual Fund	**	82,762
	Oppenheimer Developing Markets	Mutual Fund	**	36,010
	Alger Small Cap Growth	Mutual Fund	**	21,303
	Wells Fargo Stable Value Fund J	Collective Trust Fund	**	3,961,952
*	Participant loans	Rates from 4.25% to 9.25%	- 0 -	113,112
Total				<u>\$ 11,172,384</u>

* Party-in-interest as defined by section 3(14) of ERISA.

** Historical cost information omitted with respect to assets held for investment purposes on participant-directed individual account balances.