

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
---	---	---

Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>SUD-CHEMIE INC. REVISED RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>004</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1975</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>004</u>	1c Effective date of plan <u>07/01/1975</u>	
1b Three-digit plan number (PN) ▶	<u>004</u>				
1c Effective date of plan <u>07/01/1975</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>SUD-CHEMIE INC.</u> <u>CLARIANT CORPORATION</u> <u>4000 MONROE ROAD</u> <u>CHARLOTTE, NC 28205-7706</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>61-0536101</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>704-331-7000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>325900</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>61-0536101</u>	2c Sponsor's telephone number <u>704-331-7000</u>	2d Business code (see instructions) <u>325900</u>	
2b Employer Identification Number (EIN) <u>61-0536101</u>					
2c Sponsor's telephone number <u>704-331-7000</u>					
2d Business code (see instructions) <u>325900</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. Signature of plan administrator	<u>10/15/2013</u> Date	<u>DAVID JARRETT</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN	
		4c PN	
5 Total number of participants at the beginning of the plan year		5	976
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	280
b Retired or separated participants receiving benefits.....		6b	356
c Other retired or separated participants entitled to future benefits.....		6c	209
d Subtotal. Add lines 6a , 6b , and 6c		6d	845
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....		6e	100
f Total. Add lines 6d and 6e		6f	945
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g	
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: 1A 1G 3H			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>SUD-CHEMIE INC. REVISED RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>SUD-CHEMIE INC.</u>	D Employer Identification Number (EIN) <u>61-0536101</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information																								
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>																								
2	Assets: <table><tr><td>a Market value</td><td>2a</td><td><u>55772834</u></td></tr><tr><td>b Actuarial value</td><td>2b</td><td><u>57329878</u></td></tr></table>	a Market value	2a	<u>55772834</u>	b Actuarial value	2b	<u>57329878</u>																		
a Market value	2a	<u>55772834</u>																							
b Actuarial value	2b	<u>57329878</u>																							
3	Funding target/participant count breakdown: <table><tr><td></td><td>(1) Number of participants</td><td>(2) Funding Target</td></tr><tr><td>a For retired participants and beneficiaries receiving payment.....</td><td>3a</td><td><u>411</u> <u>35034509</u></td></tr><tr><td>b For terminated vested participants.....</td><td>3b</td><td><u>259</u> <u>6831015</u></td></tr><tr><td>c For active participants:</td><td></td><td></td></tr><tr><td> (1) Non-vested benefits.....</td><td>3c(1)</td><td><u>1625541</u></td></tr><tr><td> (2) Vested benefits.....</td><td>3c(2)</td><td><u>17353633</u></td></tr><tr><td> (3) Total active</td><td>3c(3)</td><td><u>306</u> <u>18979174</u></td></tr><tr><td>d Total</td><td>3d</td><td><u>976</u> <u>60844698</u></td></tr></table>		(1) Number of participants	(2) Funding Target	a For retired participants and beneficiaries receiving payment.....	3a	<u>411</u> <u>35034509</u>	b For terminated vested participants.....	3b	<u>259</u> <u>6831015</u>	c For active participants:			(1) Non-vested benefits.....	3c(1)	<u>1625541</u>	(2) Vested benefits.....	3c(2)	<u>17353633</u>	(3) Total active	3c(3)	<u>306</u> <u>18979174</u>	d Total	3d	<u>976</u> <u>60844698</u>
	(1) Number of participants	(2) Funding Target																							
a For retired participants and beneficiaries receiving payment.....	3a	<u>411</u> <u>35034509</u>																							
b For terminated vested participants.....	3b	<u>259</u> <u>6831015</u>																							
c For active participants:																									
(1) Non-vested benefits.....	3c(1)	<u>1625541</u>																							
(2) Vested benefits.....	3c(2)	<u>17353633</u>																							
(3) Total active	3c(3)	<u>306</u> <u>18979174</u>																							
d Total	3d	<u>976</u> <u>60844698</u>																							
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐ <table><tr><td>a Funding target disregarding prescribed at-risk assumptions</td><td>4a</td><td></td></tr><tr><td>b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor</td><td>4b</td><td></td></tr></table>	a Funding target disregarding prescribed at-risk assumptions	4a		b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b																			
a Funding target disregarding prescribed at-risk assumptions	4a																								
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b																								
5	Effective interest rate	5	<u>7.02 %</u>																						
6	Target normal cost.....	6	<u>1448149</u>																						

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>09/30/2013</u>
	Signature of actuary	Date
<u>CHUNHUA LIU</u>		<u>11-07914</u>
	Type or print name of actuary	Most recent enrollment number
<u>AON CONSULTING, INC.</u>		<u>770-956-7777</u>
	Firm name	Telephone number (including area code)
<u>3350 RIVERWOOD PARKWAY SE</u> <u>ATLANTA, GA 30339</u>		
	Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	132719	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	118594	0
9 Amount remaining (line 7 minus line 8)	14125	0
10 Interest on line 9 using prior year's actual return of <u>-0.20%</u>	-28	
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		2784361
b Interest on (a) using prior year's effective interest rate of <u>6.28%</u> except as otherwise provided (see instructions)		167173
c Total available at beginning of current plan year to add to prefunding balance		2951534
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	14097	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	94.20 %
15 Adjusted funding target attainment percentage	15	94.20 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	76.27 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2012	1099288				
07/13/2012	1099288				
12/12/2012	942390				
07/15/2013	6543282				
			Totals ►	18(b)	9684248
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	8920014
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0		0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	1448149	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	3528917	1574721	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	3022870	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	3022870	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	8920014	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	5897144	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

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>SUD-CHEMIE INC. REVISED RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SUD-CHEMIE INC.</u>	D Employer Identification Number (EIN) <u>61-0536101</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

INVESCO INVESTMENT SERVICES, INC. P.O. BOX 219078
PROVIDENCE, MO 64121-9078

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

BLACKROCK FUNDS P.O. BOX 9819
PROVIDENCE, RI 02940-8019

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

CREDIT SUISSE ELEVEN MADISON AVENUE
NEW YORK, NY 10010-3629

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

DODGE AND COX FUNDS C/O BOSTON FINANCIAL DATA SERVICES
P.O. BOX 8422
BOSTON, MA 02266-8422

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

DRIEHAUS CAPITAL MANAGEMENT LLC

25 EAST ERIE STREET
CHICAGO, IL 60611

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

ABSOLUTE FUNDS

ABSOLUTE FUNDS, SHAREHOLDER SERVICE
ATLANTIC FUND SERVICES LLC, THREE C
PORTLAND, ME 04101

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

JANUS

P.O. BOX 55932
BOSTON, MA 02205-5932

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

MAINSTAY INVESTMENTS

169 LACKAWANNA AVE
PARSIPPANY, NJ 07054

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

MUNDER CAPITAL MANAGEMENT

480 PIERCE STREET
BIRMINGHAM, MI 48009

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

NUVEEN INVESTOR SERVICES

P.O. BOX 8530
BOSTON, MA 02266-8530

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

PRUDENTIAL MUTUAL FUND SERVICES LLC

PO BOX 9658
PROVIDENCE, RI 02940

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

RIDGEWORTH INVESTMENTS

3333 PIEDMONT ROAD, NE
SUITE 1500
ATLANTA, GA 30305

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)

MERCER

13-2834414

(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?
11 50	NONE	210975	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PNC BANK

25-1211909

(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?
21 50	NONE	103239	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

HEWITT ENNISKNUPP INC.

36-2235791

(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?
11 50	NONE	76187	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

AON CONSULTING

23-2293237

(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?
11 50	NONE	23666	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FROST BROWN TODD LLC

61-0722001

(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?
11 29 50	NONE	22379	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

CAPTRUST FINANCIAL ADVISORS

20-2061505

(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?
27 50	NONE	13333	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

RYAN LABS INC.

13-3451974

(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?
27 50	NONE	7432	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

DG KRAUSE LLC

20-2621108

(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?
10 50	NONE	7000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

AGINCOURT CAPITAL MANAGEMENT

54-1947440

(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?
27 50	NONE	6541	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

a Name: JIM BERBERIAN	b EIN: 13-2834414
c Position: ACTUARY	
d Address: MERCER 3560 LENOX ROAD, STE. 2400 ATLANTA, GA 30326	e Telephone: 404-442-3541

Explanation: CHANGE IN ACTUARY DUE TO AN ACQUISITION.

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
--	--	--

For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>SUD-CHEMIE INC. REVISED RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SUD-CHEMIE INC.</u>	D Employer Identification Number (EIN) <u>61-0536101</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)	3000000	6543282
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	60056	288800
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	336638	1361015
(2) U.S. Government securities.....	1c(2)		3247217
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		20572640
(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)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	52486825	35632081
(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	55883519	67645035

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	86429	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	86429	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	55797090	67645035
---	----	----------	----------

Part II Income and Expense Statement

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

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	9684248	
(B) Participants	2a(1)(B)		
(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)		9684248

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	2748	
(B) U.S. Government securities	2b(1)(B)	46201	
(C) Corporate debt instruments	2b(1)(C)	323711	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		372660

(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)	972379	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		972379

(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	40327314	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	40414281	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-86967

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-256649	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-256649

		(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)		5666980
c Other income.....	2c		62977
d Total income. Add all income amounts in column (b) and enter total.....	2d		16415628

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3954026	
(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)		3954026
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)	509065	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	27306	
(4) Other	2i(4)	77286	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		613657
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4567683

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		11847945
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: DIXON HUGHES GOODMAN LLP

(2) EIN: 56-0747981

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	
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		2100000
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.).....			
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.			

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

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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

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

A Name of plan <u>SUD-CHEMIE INC. REVISED RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SUD-CHEMIE INC.</u>	D Employer Identification Number (EIN) <u>61-0536101</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	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>25-1211909</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>9</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☒ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
-----------------	-------------------

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

**SUD-CHEMIE INC.
REVISED RETIREMENT PLAN**

Financial Statements
and
Supplemental Schedules
December 31, 2012 and 2011

SUD-CHEMIE INC. REVISED RETIREMENT PLAN

TABLE OF CONTENTS

	<u>Page No.</u>
INDEPENDENT AUDITORS' REPORT	1
<i>FINANCIAL STATEMENTS</i>	
Statements of Net Assets Available for Benefits	3
Statements of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5
<i>SUPPLEMENTAL SCHEDULES</i>	
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)	15
Schedule H, Line 4j - Schedule of Reportable Transactions.....	20

INDEPENDENT AUDITORS' REPORT

To the Participants of the Sud-Chemie Inc. Revised Retirement Plan and
Benefits Committee of Clariant Corporation

Report on the Financial Statements

We were engaged to audit the 2012 financial statements and supplemental schedules of the Sud-Chemie Inc. Revised Employees' Retirement Plan (the "Plan") which comprise the statement of net assets available for benefits as of December 31, 2012, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

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

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the 2012 financial statements.

Other Matter – Supplemental Schedules

The supplemental schedules of assets (held at end of year) and reportable transactions as of and for the year ended December 31, 2012 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedules.

Other Matter – 2011 Financial Statements

The financial statements of the Plan as of and for the year ended December 31, 2011, were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditor not to perform and they did not perform, any auditing procedures with respect to the information certified by the trustee. Their report dated October 9, 2012 indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

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

The form and content of the information included in the 2012 financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Dixon Hughes Goodman LLP

Charlotte, North Carolina
October 14, 2013

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
ASSETS		
Investments, at fair value		
Mutual funds	\$ 35,632,081	\$ 52,486,825
Corporate bonds	20,572,640	-
U.S. Government securities	3,247,217	-
Interest bearing cash	<u>1,361,015</u>	<u>336,638</u>
	60,812,953	52,823,463
Employer's contribution receivables	6,543,282	3,000,000
Accrued interest and dividends	<u>288,800</u>	<u>60,056</u>
TOTAL ASSETS	67,645,035	55,883,519
LIABILITIES		
Other liabilities	<u>-</u>	<u>86,429</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 67,645,035</u></u>	<u><u>\$ 55,797,090</u></u>

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
ADDITIONS		
Investment income:		
Net appreciation in fair value of investments	\$ 5,323,364	\$ -
Interest and dividend income	<u>1,408,016</u>	<u>1,451,388</u>
	6,731,380	1,451,388
Employer contributions	<u>9,684,248</u>	<u>7,475,624</u>
TOTAL ADDITIONS	<u>16,415,628</u>	<u>8,927,012</u>
DEDUCTIONS		
Net depreciation in fair value of investments	-	1,698,062
Benefits paid to directly to participants	3,954,026	3,615,046
Administrative expenses	<u>613,657</u>	<u>295,616</u>
	<u>4,567,683</u>	<u>5,608,724</u>
NET INCREASE	11,847,945	3,318,288
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	<u>55,797,090</u>	<u>52,478,802</u>
END OF YEAR	<u>\$ 67,645,035</u>	<u>\$ 55,797,090</u>

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE A – PLAN DESCRIPTION

The following brief description of the Sud-Chemie Inc. Revised Retirement Plan (the “Plan”) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan’s provisions.

General

The Plan is a defined benefit pension plan covering substantially all employees over the age of 18 not covered by a collective bargaining agreement of Sud-Chemie Inc. and subsidiaries. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended. Employees hired subsequent to July 1, 2002 are not eligible to participate in the Plan, therefore, the Plan is closed to new participants.

Clariant Corporation acquired a majority ownership interest in Sud-Chemie Inc. during 2011. As a result, Clariant management has assumed plan administration in 2012. As such, the Benefits Committee appointed by the Board of Directors of Clariant Corporation (the “Company”) controls and manages the operation and administration of the Plan. PNC Bank, N.A. (the “Trustee”) serves as the trustee of the Plan, and together with several investment managers, manages the Plan’s investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended.

Pension Benefits

Participants with five years of continuous service, as defined by the Plan, are entitled to pension benefits upon retirement. If employees terminate before rendering five years of continuous service, they forfeit the right to receive pension benefits upon retirement. Pension benefits are provided to participants under several types of retirement options based upon years of continuous service and age. Retirement benefits are paid to pensioners or beneficiaries in various forms of joint and survivor annuities, including a lump-sum payment option.

The basic benefit is a monthly retirement income payable for the lifetime of the participant. Married participants automatically receive a reduced joint and 50 percent survivor annuity benefit unless otherwise elected.

Benefits at normal retirement age are based on a formula that takes into account the participant’s final five years of earnings, the Company and the number of years worked. The amount of the participant’s monthly normal retirement benefit will be equal to the greatest of (a), (b), (c) or (d), with such amount reduced by (e):

- (a) 33% of the participant’s average monthly earnings reduced by 16.5% of the participant’s average monthly earnings up to the participant’s monthly covered compensation, such difference reduced by 1/30th for each year of credited service less than 30, or, if the participant’s service exceeds 30 years, increased by .5% of the participant’s average monthly earnings multiplied by the participant’s credited service in excess of 30 years.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE A – PLAN DESCRIPTION (Continued)

Pension Benefits (Continued)

(b) For participants who were employed on January 1, 1989, 24% of the participant's transitional average monthly earnings ("TAME") plus 19.5% of TAME in excess of transitional monthly covered compensation, such sum reduced by 1/30th for each year of credited service less than 30; plus .5% of the participant's TAME multiplied by the participant's credited service in excess of 30 years. The 24% and .5% factors are increased 1% (compounded annually) for each full calendar year of employment completed since January 1, 1989.

(c) For participants who were employed on or after January 1, 2000 by an employer other than Zeochem LLC (a predecessor company), 1% of the participant's average monthly earnings for each year of credited service not to exceed \$27 for each year of credited service. In no event will the benefit in this paragraph be less than \$8 multiplied by the participant's credited service.

(d) Any benefit the participant may have accrued to January 1, 1978 under the Girdler Chemical, Inc. Salaried Employees Retirement Plan (a predecessor plan) as of December 31, 1977 plus any benefit the participant may have accrued under the Chemetron Corporation Retirement Plan (a predecessor plan) up to July 31, 1974, provided the participant always made the supplemental employee contributions under that plan (Chemetron benefit).

(e) The participant's Chemetron benefit, if any.

(f) In addition, if the participant were a plan participant in 1989, the participant's benefit under the Plan will never be less than the benefit the participant accrued as of:

- December 31, 1988 if the participant were considered to be a highly compensated employee under the federal tax rules in 1989, or
- December 31, 1989 if the participant were not a highly compensated employee in 1989.

Average monthly earnings are based on the highest five consecutive calendar years of earnings. Former Girdler Chemical employees who were participants in its plan, prior to that plan's merger into the Plan as effective January 1, 1978, will in no event receive an accrued benefit for service up to December 31, 1977, less than their accrued benefit under the former plan. Effective July 1, 1996, the Plan was amended to allow the participation in the Plan by Non Union employees of Waverly Mineral Products Company whose stock was purchased by Sud-Chemie on July 1, 1996. Participants were credited for prior service for purposes of participation but not for purposes of benefit accrual. A member may elect early retirement after reaching age 55 and completing 10 years of service. An immediate monthly benefit is payable equal to the benefit accrued to date of retirement reduced (reduction provided by reduction formula within plan document) for each month early retirement precedes age 62 with no reduction for retirement after age 62.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE A – PLAN DESCRIPTION (Continued)

Pension Benefits (Continued)

If a participant works beyond age 65, the participant's benefit is calculated in the same manner as for normal retirement, but the participant's credited service and salary at the late retirement date are used.

If a participant becomes totally and permanently disabled, the participant's benefits shall be deferred until normal retirement date, and such period of deferral shall be included in length of service for purposes of calculating benefits. Monthly earnings for the period of deferral shall be deemed to be equal to monthly earnings as of the anniversary date coincident with or immediately preceding date of disablement. However, the disabled participant may elect to receive immediate commencement of disability payments, such benefit equal to that amount which he would have received had early retirement been taken.

If an active participant who has completed 10 years of service should die before age 65, the participant's spouse is entitled to an immediate income equal to one half of the participant's accrued benefit payable for life.

If a participant terminates employment after completing at least 5 years of service, the participant is entitled to receive at age 65 a benefit equal to the accrued benefit as of the date of termination.

An alternative lump sum form of benefit payment was made available for participants who receive payment on or after December 1, 2004 and if their benefit has an actuarial equivalent present value in excess of \$5,000 but not in excess of \$15,000. The availability of this form of benefit is subject to the provisions of the Pension Protection Act of 2006 and may be restricted.

Death Benefits

In the event of a vested employee's death, his or her designated beneficiary will be entitled to receive a survivor benefit equal to various percentages of the participant's accrued benefit according to the Plan provisions and participant elections. The survivor benefit commences on the first day of the month following the later of the date of the participant's death or the date the participant could have elected to receive retirement benefits.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America ("GAAP").

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note G for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts of net assets available for benefits and changes therein, disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

Administrative Expenses

The Plan's administrative expenses are paid by either the Plan or the Company, as provided by the plan document. Certain administrative functions are performed by employees of the Company. No such employee receives compensation from the Plan.

Subsequent Events

The Plan has evaluated subsequent events through October 14, 2013, the date the financial statements were available to be issued.

NOTE C – FUNDING POLICY

Contributions to provide benefits under the Plan are made solely by the Company. The Company's funding policy is to make cash contributions to the Plan in the amount as determined by the Plan's independent actuary. The Company met the minimum funding requirements of ERISA for the years ended December 31, 2012 and 2011.

Although it has not expressed any intentions 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 set forth in ERISA.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE D – ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to a) retired or terminated employees or their beneficiaries, b) beneficiaries of employees who have died, and c) present employees or their beneficiaries.

The actuarial present value of accumulated plan benefits is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits, as of the beginning of each Plan year is as follows:

	<u>2012</u>	<u>2011</u>
Actuarial present value of accumulated plan benefits		
Vested benefits		
Participants currently receiving payments	\$ 33,325,204	\$ 30,726,812
Other participants	<u>23,038,777</u>	<u>21,095,507</u>
	56,363,981	51,822,319
Nonvested benefits	<u>1,668,656</u>	<u>1,589,027</u>
Actuarial present value of accumulated plan benefits	<u>\$ 58,032,637</u>	<u>\$ 53,411,346</u>

The actuarial present value of accumulated plan benefits, as of the beginning of each Plan year is as follows (continued):

	<u>2012</u>	<u>2011</u>
Actuarial present value of accumulated plan benefits at the beginning of year	\$ 53,411,346	\$ 51,667,343
Increase (decrease) during the period attributable to:		
Benefits accumulated and (gains) losses	982,641	1,103,564
Benefits paid	(3,615,046)	(3,453,581)
Assumption changes	3,122,587	110,288
Increase for interest due to decrease in discount period	<u>4,131,109</u>	<u>3,983,732</u>
Actuarial present value of accumulated plan benefits at end of year	<u>\$ 58,032,637</u>	<u>\$ 53,411,346</u>

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE D – ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

The significant assumptions underlying the actuarial computations are:

Interest Rate	7.50% in 2012 and 8.00% in 2011
Mortality basis	2012 separate static annuitant and non-annuitant mortality tables 2011 PPA separate static annuitant and non-annuitant mortality tables
Withdrawal	T-3 rates from Actuary's Pension Handbook
Retirement age	Assumed retirements will occur beginning at age 55 at a rate of 5% and ranging to 3% at age 61, 40% at age 62, 25% at age 63 and 15% at age 64, with all remaining employees assumed to retire at age 65 (2012 and 2011)

NOTE E – UNAUDITED INFORMATION CERTIFIED BY TRUSTEE

The accompanying financial statements and supplemental schedules include the following unaudited information as of December 31, 2012 and 2011 and for the years then ended, that was obtained from data prepared and certified to be complete and accurate by the Trustee:

	<u>2012</u>	<u>2011</u>
Investments	<u>\$ 60,812,953</u>	<u>\$ 52,823,463</u>
Interest and dividend income	<u>\$ 1,408,016</u>	<u>\$ 1,451,388</u>
Net appreciation (depreciation) in fair value of investments	<u>\$ 5,323,364</u>	<u>\$ (1,698,062)</u>

The certification mentioned above includes all investment information discussed in Notes F and G.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE F – INVESTMENTS

The Plan's investments that represent 5% or more of the Plan's net assets available for benefits as of December 31, 2012 and 2011 are as follows:

	<u>2012</u>	<u>2011</u>
Mutual funds:		
Harbor International Fund Class Ins	\$ *	\$ 4,381,123
Harbor Cap Appreciation Fund	*	4,934,242
MFS Value Fund Class I	*	4,716,362
T Rowe Price Growth Stock	*	4,603,546
Selected American Shares-D	*	4,964,373
PIMCO Total Return Bond Fund Institutional	*	13,155,345
PNC Government Mortgage Fund Class I	*	5,245,527
Invesco International Growth Fund Class R5	4,965,697	*
BlackRock Funds Equity Dividend Instl Class	4,113,323	*
Dodge & Cox International Stock Fund	4,957,008	*
Absolute Strategies Fund Class I	4,550,714	*
Nuveen Winslow Large Cap Growth Fund Class I	4,127,523	*

* Amount represents less than 5% of Plan net assets.

During 2012 and 2011, the Plan's investments, (including gains and losses on investments bought and sold, as well as held during the year), appreciated (depreciated) in value as follows:

	<u>2012</u>	<u>2011</u>
Mutual Funds	\$ 5,666,983	\$ (1,698,062)
Corporate Debt	(210,292)	-
US Government Securities	(133,327)	-
	<u>\$ 5,323,364</u>	<u>\$ (1,698,062)</u>

NOTE G – FAIR VALUE MEASUREMENTS

Fair value as defined under GAAP is an exit price, representing 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. GAAP establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. These tiers include:

- Level 1: Observable inputs such as quoted prices in active markets.
- Level 2: Inputs other than quoted prices in active markets that are either directly or indirectly observable.
- Level 3: Unobservable inputs about which little or no market data exists, therefore requiring an entity to develop its own assumptions.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE G – FAIR VALUE MEASUREMENTS (Continued)

Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels.

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

Mutual Funds

These investments are public investment vehicles valued using the Net Asset Value ("NAV") provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in an active market and classified within level 1 of the valuation hierarchy.

Interest Bearing Cash

These investments are typically money market funds consisting of public investment vehicles valued using \$1 as the NAV. The money market funds are classified within level 2 of the valuation hierarchy.

Corporate Bonds and U.S. Government Securities

These investments are valued at the closing price reported on the active market on which the individual securities are traded. These investments are classified within level 1 of the valuation hierarchy.

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

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

	As of December 31, 2012			Fair Value
	Level 1	Level 2	Level 3	
Mutual funds:				
Mid Cap Growth	\$ 17,360,356	\$ --	\$ --	\$ 17,360,356
Small Cap	1,213,807	--	--	1,213,807
Large Cap Growth	4,127,523	--	--	4,127,623
International	<u>12,930,395</u>	<u>--</u>	<u>--</u>	<u>12,930,395</u>
Total mutual funds	35,632,081	--	--	35,632,081
Corporate Bonds	20,572,640	--	--	20,572,640
US Government Securities	3,247,217	--	--	3,247,217
Interest bearing cash	<u>--</u>	<u>1,361,015</u>	<u>--</u>	<u>1,361,015</u>
Total assets	<u>\$ 59,451,938</u>	<u>\$ 1,361,015</u>	<u>\$ --</u>	<u>\$ 60,812,953</u>

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE G – FAIR VALUE MEASUREMENTS (Continued)

	As of December 31, 2011			Fair Value
	Level 1	Level 2	Level 3	
Equity Mutual funds:				
Mid Cap Growth	\$ 1,293,080	\$ --	\$ --	\$ 1,293,080
Mid Cap Value	1,258,859	--	--	1,258,859
Small Cap	1,628,768	--	--	1,628,768
Large Cap Value	11,022,307	--	--	11,022,307
Large Cap Growth	9,537,788	--	--	9,537,788
International LG Blend	5,683,575	--	--	5,683,575
Natural Resources	539,117	--	--	539,117
Emerging Markets	340,801	--	--	340,801
Bond mutual funds:				
Government Mortgage	5,245,527	--	--	5,245,527
Intermediate-Term	13,155,345	--	--	13,155,345
Commodities	549,277	--	--	549,277
Total Return Advant	<u>2,232,381</u>	<u>--</u>	<u>--</u>	<u>2,232,381</u>
Total mutual funds	52,486,825	--	--	52,486,825
Interest bearing cash	<u>--</u>	<u>336,638</u>	<u>--</u>	<u>336,638</u>
Total assets	<u>\$ 52,486,825</u>	<u>\$ 336,638</u>	<u>\$ --</u>	<u>\$ 52,823,463</u>

NOTE H – INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company, by a letter on June 20, 2013, that the Plan is designed in accordance with the applicable sections of the Internal Revenue Code (the "IRC"). The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and the Plan to be tax-exempt.

GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2009.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2012 and 2011

NOTE I – RISKS AND UNCERTAINTIES

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

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

NOTE J – PLAN TERMINATION

In the event that the Plan is terminated, the net assets of the Plan will be allocated for payment of plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations thereunder, and the plan document.

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation ("PBGC") if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid, and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while other benefits may not be provided for at all.

SUPPLEMENTAL SCHEDULES

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>U.S. Government Securities</u>				
	USA Treasury Bond	750,000, 2/15/2031, 0%	\$ 473,970	\$ 460,560
	USA Treasury Bond	575,000, 2/15/2031, 5.375%	840,844	820,813
	USA Treasury Bond	575,000, 8/15/2039, 4.500%	766,946	761,967
	USA Treasury Notes	550,000 8/15/2020, 2.625%	606,635	603,972
	USA Treasury Notes	80,000, 5/15/2022, 1.750%	81,491	80,694
	USA Treasury Notes	20,000, 6/15/2015, 0.375%	20,027	20,031
	USA Treasury Notes	500,000, 7/15/2015, 0.250%	498,770	499,180
		TOTAL U.S. GOVERNMENT SECURITIES	3,288,683	3,247,217
<u>Corporate Bonds</u>				
	ADT Corp. Series 144A Senior Notes	100,000, 7/15/2022, 3.500%	104,349	97,259
	Time Warner, Inc. Bonds Rating BAA2	60,000, 5/1/2032, 7.700%	82,923	83,891
	Time Warner, Inc. Bonds Rating BAA2	75,000, 5/1/2032, 7.700%	103,811	104,864
	AT&T, Inc. Senior Unsecured Rating A2	175,000, 5/15/2038, 6.400%	232,752	227,073
	AT&T, Inc. Senior Unsecured Rating A2	130,000, 5/15/2016, 2.950%	138,221	137,634
	AT&T, Inc. Series 144A Unsecured	72,000, 6/15/2045, 4.350%	70,524	72,324
	AT&T, Inc. Senior Unsecured Call 9/1/22 @ 100 Rating A2	120,000, 12/1/2022, 2.625%	121,133	120,198
	Abbvie, Inc. Series 144A CO Guarantee Rating BAA1	70,000, 11/6/2015, 1.200%	70,337	70,468
	Abbvie, Inc. Series 144A CO Guarantee Rating BAA1	75,000, 11/6/2042, 4.400%	80,435	79,735
	Allstate Crops. Bonds Rating A3	150,000, 12/15/2032, 6.125%	190,124	190,067
	America Movil SA DE CV Rating A2	75,000, 3/1/2035, 6.375%	99,773	98,711
	America Movil SA DE CV Rating A2	110,000, 9/8/2016, 2.375%	115,127	114,332
	American Express Co Ser Unsecured Rating A3	201,000, 12/2/2022, 2.650%	237,492	200,200
	Americredit Automobile Series 2012 4 Class E	50,000, 2/10/2020, 3.820%	51,938	51,760
	Amgen, Inc. Senior Unsecured Rating BAA1	95,000, 2/1/2039, 6.400%	116,050	122,993
	Amgen, Inc. Senior Notes Rating BAA1	100,000, 3/15/2040, 5.750%	118,933	121,755
	Anheuser Bush Inbev Wor Co Guarantee Rating A3	75,000, 1/15/2040, 6.375%	109,050	104,203
	Archer Daniels Midland Senior Unsecured Rating A2	50,000, 3/1/2041, 5.765%	67,812	62,138
	Astrazeneca PLC Rating A1	95,000, 9/18/2019, 1.950%	94,882	96,283
	Avis Budget Rental Cal Series 2010-5A Class B Rating BAA1	60,000, 3/20/2016, 5.110%	64,875	65,491
	BHP Billiton Fin USA, LTD Rating A1	110,000 2/24/2017, 1.625%	112,741	112,484
	BP Capital Markets PLC Co Rating A2	100,000, 10/1/2015, 3.125%	106,855	106,155
	Bank of America Notes Rating BAA2	100,000, 5/1/2018, 5.650%	110,908	116,344
	Bank of America Corp. Rating BAA2	100,000, 7/1/2020, 6.625%	111,837	118,563
	Bank of America Corp. Senior Notes Rating BAA2	100,000, 1/5/2021, 5.875%	113,882	119,728
	Bank of America Corp. Senior Unsecured Rating BAA2	150,000, 2/7/2042, 5.875%	172,928	187,139
	CR Bard, Inc. Senior Unsecured Rating A3	50,000, 1/15/2021, 4.400%	57,279	56,930
	Baxter International, Inc. Senior Unsecured Rating A3	115,000, 1/15/2017, 1.850%	119,569	118,504
	Bear Stearns Co., Inc. Senior Unsecured Rating A2	80,000, 2/1/2018, 7.250%	99,508	100,243
	Bellsouth Cap Funding Cons Bonds Rating A2	50,000, 2/15/2030, 7.875%	67,975	65,890
	Berkshire Hathaway Fin Co Guarantee Rating AA2	100,000, 1/15/2021, 4.250%	115,198	114,734
	Berkshire Hathaway Fin Com Guarantee Rating AA2	150,000, 5/15/2042, 4.400%	163,026	155,184
	Berkshire Hathaway, Inc. Senior Unsecured Rating AA2	110,000, 2/11/2015, 3.200%	116,745	115,806
	Boeing, Co. Senior Unsecured Rating A2	50,000, 3/15/2039, 6.875%	78,853	76,213
	Bristol-Myers Squibb Bonds Rating A2	89,000, 11/15/2036, 5.875%	119,291	114,925
	British Telecom PLC Sedol Rating BAA2	125,000, 12/15/2030, 9.625%	201,228	198,585
	Burlington North Santa Fe Debt Rating A3	50,000, 5/1/2040, 5.750%	63,465	61,641
	Burlington Resources Fin Rating A1	80,000, 8/15/2031, 7.200%	113,289	112,407
	Commercial Mortgage Pass-Thru Series 2012-CR2 Class B Rating AA2	120,000, 8/17/2045, 4.393%	122,992	130,405
	CSX Corp Bonds Rating BAA2	50,000, 10/1/2036, 6.000%	62,263	61,930
	CVS Caremark Corp Senior Unsecured Rating AA2	125,000, 9/15/2039, 6.125%	165,376	159,970
	Canadian National Resources Raintg BAA1	75,000, 2/15/2037, 6.500%	100,137	97,274
	Capital One Financial Co Senior Notes Rating BAA1	150,000, 7/15/2021, 4.750%	167,471	172,974

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	Caterpillar Financial Services Corp Senior Notes Rating A2	85,000, 4/1/2016, 2.650%	90,024	89,254
	Celgene Corp Senior Unsecured Rating BAA2	109,000, 10/15/2020, 3.950%	117,652	118,297
	Cisco Systems, Inc. Notes Rating A1	80,000, 2/15/2039, 5.900%	107,846	104,116
	Cisco Systems, Inc. Senior Notes Rating A1	50,000, 1/15/2040, 5.500%	65,756	63,547
	Citigroup, Inc. Notes Rating BAA2	80,000, 11/21/2017, 6.125%	91,638	95,213
	Citigroup, Inc. Notes Rating BAA2	100,000, 5/19/2015, 4.750%	108,442	107,804
	Citigroup, Inc. Senior Notes Rating BAA2	150,000, 1/30/2042, 5.875%	174,486	185,123
	Citigroup Commercial Mortgage Series 2012-GC8 Class D Rating BAA3	60,000, 9/10/2045, Variable %	48,881	53,401
	Cliffs Natural Resources Notes Rating BAA3	50,000, 3/15/2020, 5.900%	52,875	53,167
	The Coca-Cola Co Senior Unsecured Rating AA3	155,000, 3/14/2018, 1.650%	159,531	158,771
	Comcast Corp Comp Guar Rating BAA1	175,000, 3/15/2037, 6.450%	228,954	224,558
	Conocophillips Notes Rating A1	75,000, 2/1/2039, 6.500%	109,811	106,361
	Conoco, Inc. Senior Notes Rating A1	80,000, 4/15/2029, 6.950%	115,070	111,534
	Cons Edison Co of NY Series 06-E Senior Unsecured Rating A3	50,000, 12/1/2036, 5.700%	64,464	63,420
	DaimlerChrysler NA Holding Con Company Gaur Rating A3	50,000, 1/18/2031, 8.500%	79,424	77,822
	Deutsche Telekom Intl Fin Gtd Note Rating BAA1	100,000, 6/15/2030, 8.750%	146,781	149,824
	Devon Energy Corp Senior Unsecured Call 1/15/2041 @ 100 Rating BAA1	100,000, 7/15/2041, 5.600%	123,423	118,785
	Devon Energy Corp Senior Unsecured Call 4/15/2017 @ 100 Rating BAA1	60,000, 5/15/2017, 1.875%	61,504	61,166
	Devon Energy Corporation Notes Rating BAA1	75,000, 4/15/2032, 7.950%	111,912	110,960
	Directv Holdings/FING Series WI Com Rating BAA2	120,000, 3/15/2017, 2.400%	123,310	122,918
	Dominion Resources, Inc Senior Notes Rating BAA2	20,000, 3/15/2033, 6.300%	26,048	25,763
	Dominion Resources, Inc Senior Bonds Rating BAA2	125,000, 6/15/2035, 5.950%	162,825	158,208
	The Dow Chemical Co Notes Rating BAA2	50,000, 5/15/2039, 9.400%	82,275	82,322
	Duke Energy Corp Senior Unsecured Rating BAA2	50,000, 8/15/2017, 1.625%	49,867	50,131
	Electricite De France Rating AA3	100,000, 1/27/2040, 5.600%	118,667	114,979
	Ebay, Inc. Senior Unsecured Rating A2	110,000, 7/15/2022, 2.600%	110,102	111,126
	Enterprise Products Oper Notes Rating BAA2	75,000, 10/15/2039, 6.125%	90,233	90,607
	Excelon Generation CO, LLC Senior Unsecured Rating BAA1	10,000, 10/1/2039, 6.250%	11,440	11,629
	FMR, LLC Senior Unsecured Rating A2	60,000, 12/14/2040, 6.500%	71,497	75,342
	Florida Power Corp 1st Mortgage Rating A2	200,000, 4/1/2040, 5.650%	269,412	251,570
	Ford Credit Floorplan Mater O Series 2012-5 Class D Rating A3	80,000, 9/15/2019, 2.730%	79,969	80,275
	France Telecom SA Notes Series WI Rating A3	75,000, 3/1/2031, 8.500%	112,478	112,265
	France Telecom Rating A3	75,000, 1/13/2042, 5.375%	87,569	86,594
	Franklin Resourcesm Inc., Senior Unsecured Rating A1	80,000, 9/15/2022, 2.800%	79,800	80,978
	General Electric Cap Corp Senior Notes Rating A1	250,000, 1/14/2038, 5.875%	305,103	301,563
	General Electric Cap Corp Senior Unsecured Rating A1	100,000, 5/1/2018, 5.625%	118,838	118,753
	General Electric Cap Corp Senior Notes Rating A1	100,000, 11/14/2014, 3.750%	106,174	105,446
	General Electric Cap Corp Notes Rating A1	100,000, 9/16/2020, 4.375%	111,474	111,605
	General Electric Cap Corp Senior Unsecured Rating A1	125,000, 11/9/2015, 2.250%	129,856	129,089
	General Electric Cap Corp Senior Notes Rating A1	100,000, 1/7/2021, 4.625%	112,025	113,430
	Glaxosmithkline Cap Inc Co Guar Rating A1	100,000, 5/15/2038, 6.375%	146,708	138,145
	Goldman Sachs Group, Inc. Senior Notes Rating A3	100,000, 3/15/2020, 5.375%	112,957	114,603
	Goldman Sachs Group, Inc. Sub Notes Rating BAA1	100,000, 10/1/2037 6.750%	109,307	113,333
	Goldman Sachs Group, Inc. Senior Notes Rating A3	90,000, 4/1/2018, 6.150%	106,660	105,729
	Goldman Sachs Group, Inc. Senior Notes Rating A3	75,000, 2/1/2041, 6.250%	81,438	92,019
	Goldman Sachs Group, Inc. Senior Unsecured Rating A3	100,000, 7/27/2021, 5.250%	104,558	113,998
	Goldman Sachs Group, Inc. Senior Notes Rating A3	115,000 5/3/2015, 3.300%	120,328	119,860
	Goldman Sachs Group, Inc. Senior Unsecured Rating A3	105,000, 2/7/2016, 3.625%	110,814	111,145

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	HSBC Holdings PLC Rating A3	150,000	181,593	191,831
	Hasbro, Inc. Senior Unsecured Rating BAA2	60,000, 3/15/2040, 6.350%	73,399	74,101
	Hewlett Packard Co. Noted Rating BAA1	75,000, 9/15/2041, 6.000%	85,551	74,243
	Home Depot, Inc. Senior Notes Rating A3	104,000, 9/15/2040, 5.400%	135,457	130,395
	Intel Corp Senior Unsecured Rating A1	120,000, 10/1/2016, 1.950%	126,121	123,972
	IBM Corp Senior Unsecured Rating AA3	120,000, 1/5/2016, 2.000%	125,014	123,992
	Intl Paper Co Senior Unsecured Call 5/15/2041 @ 100 Rating BAA3	125,000, 11/15/2041, 6.000%	152,473	148,016
	JP Morgan Chase & Co Notes Rating A2	100,000, 1/15/2018, 6.000%	120,264	119,719
	JP Morgan Chase & Co Notes Rating A2	110,000, 6/24/2015, 3.400%	116,298	116,057
	JP Morgan Chase & Co Senior Unsecured Rating A2	100,000, 7/22/2020, 4.400%	109,746	112,884
	JP Morgan Chase & Co Senior Unsecured Rating A2	175,000, 10/15/2040, 5.500%	208,374	213,929
	JP Morgan Chase & Co Senior Unsecured Rating A2	110,000, 1/24/2022, 4.500%	121,483	124,436
	JP Morgan Chase Commercial Mortgage Series 2010-C2 Class B	110,000, 11/18/2043, 5.0747%	122,315	124,732
	Johnson (SC) & Son, Inc. Senior Unsecured Rating N/A	110,000, 9/1/2040, 4.800%	126,379	121,807
	Kinder Morgan Ener Part Senior Unsecured Rating BAA2	100,000, 1/15/2038, 6.950%	126,709	131,587
	Kinder Morgan Ener Part Senior Unsecured Call 6/1/2022 @ 100 Rating BAA2	100,000, 9/1/2022, 3.950%	104,137	106,926
	Kohls Corp Bonds Rating BAA1	75,000, 1/15/2033, 6.00%	88,319	86,456
	Lincoln National Corp Senior Notes Rating BAA2	150,000, 6/15/2040, 7.000%	186,677	195,231
	McKesson Corp Senior Unsecured Rating BAA2	105,000, 3/1/2021, 4.750%	123,010	121,953
	Metlife, Inc. Senior Notes Rating A3	150,000, 12/15/2032, 6.500%	198,938	195,726
	Midamerican Energy Holdings Bonds Series WI Rating BAA1	150,000, 4/1/2036, 6.125%	200,075	189,351
	Morgan Stanley Notes Rating BAA1	100,000, 10/15/2015, 5.375%	108,722	108,718
	NYS Euronext Senior Unsecured Notes Rating A3	60,000, 10/5/2017, 2.000%	60,307	60,995
	National Rural Utilities Notes Series MTNC Rating A2	100,000, 3/1/2032, 8.000%	156,565	150,464
	Nationwide Mutual Insurance Notes Rating A3	50,000, 8/15/2039, 9.375%	68,355	70,354
	NBC Universal Media, LLC Senior Unsecured Rating BAA2	120,000, 4/1/2016, 2.875%	127,606	126,510
	New York Life Insurance Co Notes Series 144A Rating AA2	100,000, 5/15/2033, 5.875%	122,744	120,855
	News America, Inc. Bonds Series WI Rating BAA1	150,000, 12/15/2034, 6.200%	185,556	181,673
	Norfolk Southern Corp Note Rating BAA1	75,000, 5/15/2027, 7.800%	109,772	105,545
	Statoil ASA Rating AA2	50,000, 6/15/2023, 7.750%	70,672	70,093
	Omnicom Group, Inc. Senior Unsecured Rating BAA1	105,000, 5/1/2022, 3.625%	109,913	109,381
	Oneok, Inc. Senior Unsecured Call 11/2/2021 @ 100 Rating BAA2	80,000, 2/1/2022, 4.250%	85,020	86,926
	Oracle Corp Senior Unsecured Rating A1	75,000, 4/15/2038, 6.500%	106,897	104,289
	Oracle Corp Senior Unsecured Rating A1	100,000, 4/15/2038, 6.500%	147,566	139,052
	PPG Industries, Inc. Senior Unsecured Rating BAA1	90,000, 8/15/2022, 2.700%	89,984	89,124
	Pacific Gas & Electric Senior Unsecured Call 6/15/2041 @ 100 Rating A3	75,000, 12/15/2041, 4.500%	88,768	80,401
	Pemex Prj Pfd Master Tr Rating AA1	75,000, 6/15/2035, 6.625%	96,864	95,250
	Pepsi Bottling Group, Inc Gtd Senior Note Rating AA3	70,000, 3/1/2029, 7.000%	99,597	100,540
	Philip Morris Intl, Inc. Senior Unsecured Rating A2	57,000, 3/20/2042, 4.500%	65,523	61,944
	Protective Life Corp Senior Unsecured Rating BAA2	50,000, 10/15/2039, 8.450%	61,434	65,208
	Prudential Financial Inc Senior Unsecured Rating BAA2	150,000, 11/15/2040, 6.200%	172,547	181,440
	Puget Sound Energy Inc Senior Secured Rating A3	125,000, 3/15/2040, 5.795%	171,067	159,436
	Rio Tinto Fin USA PLC Rating A3	75,000, 3/22/2042, 4.750%	90,224	82,926
	Rio Tinto Fin USA PLC Rating A3	50,000, 11/2/2040, 5.200%	58,255	58,762
	Rio Tinto Fin USA PLC Rating A3	95,000, 5/20/2021, 4.125%	107,075	104,970
	Sempra Energy Senior Unsecured Rating BAA1	150,000, 10/15/2039, 6.000%	196,499	189,642
	Shell International Fin Senior Notes Rating AA1	100,000, 12/15/2038, 6.375%	151,065	140,497
	Siemens Financieringsmat Notes Rating AA3	90,000, 8/17/2026, 6.125%	119,026	118,340

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	South Carolina Electric & Gas 1st Mtg Call 8/1/2040 @ 100 Rating A3	95,000, 2/1/2041, 5.450%	121,683	116,377
	Statoil ASA Rating AA2	100,000, 8/17/2017, 3.125%	109,987	108,836
	Statoil ASA Rating AA2	100,000, 8/17/2040, 5.100%	128,956	120,484
	Statoil Hydro SAS Rating AA2	100,000, 4/15/2019, 5.250%	121,723	119,907
	Target Corp Bonds Rating A2	75,000, 7/15/2031, 7.000%	107,927	104,566
	Target Corp Bonds Rating A2	130,000, 10/15/2037, 6.500%	180,998	181,460
	Teva Pharma Fin II/III Rating A3	115,000, 6/15/2015, 3.000%	122,139	120,907
	Teva Pharm Fin IV BV Rating A3	100,000, 11/10/2021, 3.650%	108,297	107,023
	Time Warner Cable, Inc. Senior Notes Rating BAA2	100,000, 7/1/2038, 7.300%	136,825	132,868
	Time Warner Cable, Inc. Comp Gaur Call 3/1/2041 @ 100 Rating BAA2	50,000, 9/1/2041, 5.500%	57,167	55,633
	Total Capital SA Co Gtrd Rating AA1	100,000, 3/15/2016, 2.300%	104,704	103,900
	Toyota Motor Services Credit Crop Series MTN Notes Rating AA3	115,000, 1/12/2022, 3.300%	124,432	124,070
	Trans-Canada Pipelines Rating A3	65,000, 1/15/2039, 7.625%	101,258	97,783
	Travelers Cos Inc Senior Note Rating A2	150,000, 6/15/2037, 6.250%	204,906	203,080
	United Parcel Service Senior Notes Rating AA3	100,000, 1/15/2038, 6.200%	146,200	134,127
	United Parcel Service Senior Notes Rating AA3	100,000, 1/15/2038, 6.200%	135,755	134,127
	United Technologies Corp Senior Unsecured Rating A2	50,000, 6/1/2042, 4.500%	58,429	55,558
	UnitedHealth Group, Inc. Unsecured Series WI Rating A3	100,000, 11/15/2037, 6.625%	130,278	132,253
	UnitedHealth Group, Inc. Senior Unsecured Call 5/15/2041 @ 100 Rating A3	125,000, 11/15/2041, 4.625%	140,099	133,450
	UnitedHealth Group, Inc. Senior Unsecured Rating A3	110,000, 10/15/2017, 1.400%	110,660	110,172
	UnitedHealth Group, Inc. Senior Unsecured Call 11/15/2022 @ 100 Rating A3	60,000, 2/15/2023, 2.750%	59,905	60,540
	Valero Energy Corp. Bonds Rating BAA2	75,000, 4/15/2032, 7.500%	96,756	96,225
	Verizon Communications Notes Rating A3	100,000, 2/15/2016, 5.550%	115,581	113,874
	Verizon Communications Notes Rating A3	200,000, 2/15/2038, 6.400%	276,108	270,774
	Verizon Communications Senior Unsecured Rating A3	80,000, 4/1/2019, 6.350%	102,728	101,102
	Verizon Communications Senior Unsecured Rating A3	110,000, 11/1/2016, 2.000%	115,338	113,842
	Vodafone Group PLC Bonds Rating A3	50,000, 2/27/2037, 6.150%	69,165	66,134
	Wachovia Bank NA Bonds Rating A1	90,000, 2/8/2015, 4.875%	97,763	97,151
	Wachovia Bank NA Subordinated Rating A1	250,000, 2/1/2037, 5.850%	316,280	310,177
	Wal-Mart Stores, Inc. Senior Notes Rating AA2	200,000, 4/1/2040, 5.625%	279,050	259,408
	Wal-Mart Stores, Inc Senior Unsecured St Convention Rating AA2	65,000, 4/15/2021, 4.2505%	76,458	75,486
	Watson Pharmaceuticals I Senior Unsecured Rating BAA3	75,000, 10/1/2017, 1.875%	74,656	75,986
	Wellpoint, Inc. Senior Unsecured Rating BAA2	105,000, 2/15/2017, 2.375%	109,576	108,713
	Wellpoint, Inc. Senior Unsecured Rating BAA2	100,000, 5/15/2042, 4.625%	104,150	103,282
	Wellpoint, Inc. Senior Unsecured Rating BAA2	100,000, 1/15/2023, 3.300%	100,211	102,600
	Westinghouse Electric Corp Notes Rating BAA2	41,000, 9/1/2023, 7.875%	52,215	54,482
	Wyeth Bonds Rating A1	85,000, 2/1/2024, 6.450%	115,835	115,381
	Yum Brands, Inc Senior Unsecured Rating BAA3	50,000, 11/15/2037, 6.875%	70,121	68,272
		TOTAL CORPORATE DEBT	20,787,837	20,572,640
<u>Mutual Funds</u>				
	Invesco International Growth Fund Class R5	169,942 shares	4,390,810	4,965,697
*	BlackRock Funds Equity Dividend Instl Class	206,388 shares	4,156,738	4,113,323
	Credit Suisse Commodity Return Strategy Fund Class I	120,397 shares	912,608	966,787
	Dodge & Cox International Stock Fund	143,101 shares	4,189,114	4,957,008
	Driehaus International Small Cap Growth Fund	317,938 shares	2,753,351	3,007,690
	Absolute Strategies Fund Class I	410,714 shares	4,600,000	4,550,714
	Perkins Small Cap Value Fund Class I	28,598 shares	583,035	601,985
	Mainstay High Yield Corporate Bond Fund Class I	265,748 shares	1,576,963	1,623,719

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Mutual Funds (continued)</u>				
	Munder M/C Core Growth Fund	57,220 shares	1,700,000	1,873,948
	Nuveen Real Estate Securities Fund Class I	111,402 shares	2,339,912	2,368,410
	Nuveen Winslow Large Cap Growth Fund Class I	121,148 shares	4,143,273	4,127,523
	Prudential Jamison Small Company Fund	26,417 shares	555,284	611,822
	Ridgeworth Mid Cap Value Equity Fund Class I	158,592 shares	1,587,524	1,863,455
		TOTAL MUTUAL FUNDS	33,488,612	35,632,081
<u>Interest bearing cash</u>				
*	PNC Money Market	1,361,015 shares	1,361,015	1,361,015
		TOTAL MONEY MARKET FUNDS	1,361,015	1,361,015
		TOTAL INVESTMENTS	\$ 58,926,147	\$ 60,812,953

* Indicates party-in-interest to the Plan.

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 004
Year Ended December 31, 2012

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (including Interest Rate and Maturity in case of a loan)	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category (i) - Single transaction in excess of five percent of Plan assets:						
US	USA Treasury Notes, 1.750%, 5/15/2022	\$ 3,437,886	\$ -	\$ 3,437,886	\$ 3,437,886	\$ -
US	USA Treasury Notes, .375%, 6/15/2015	\$ 2,868,917	\$ -	\$ 2,868,917	\$ 2,868,917	\$ -
US	USA Treasury Notes, .250%, 7/15/2015	\$ 2,867,925	\$ -	\$ 2,867,925	\$ 2,867,925	\$ -
INV	Invesco International Growth Fund Class R5	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
BLKRCK	Blackrock Funds Equity Dividend Institutional Class	\$ 4,200,000	\$ -	\$ 4,200,000	\$ 4,200,000	\$ -
DOD	Dodge & Cox International Stock Fund	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
DRI	Driehaus International Small Cap Growth Fund	\$ 2,800,000	\$ -	\$ 2,800,000	\$ 2,800,000	\$ -
ABS	Absolute Strategies Fund	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
HAR	Harbor International Fund	\$ -	\$ 3,619,955	\$ 3,613,022	\$ 3,619,955	\$ 6,933
HAR	Harbor Fund Cap Appreciation	\$ -	\$ 5,412,763	\$ 4,446,465	\$ 5,412,763	\$ 966,298
MFS	MFS Value Fund Class I	\$ -	\$ 5,408,057	\$ 5,293,781	\$ 5,408,057	\$ 114,276
NUV	Nuveen Large Cap Value Fund Class I	\$ 4,000,000	\$ -	\$ 4,000,000	\$ 4,000,000	\$ -
NUV	Nuveen Large Cap Value Fund Class I	\$ -	\$ 4,195,506	\$ 3,773,637	\$ 4,195,506	\$ 421,869
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 4,000,000	\$ -	\$ 4,000,000	\$ 4,000,000	\$ -
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ -	\$ 4,331,665	\$ 4,000,000	\$ 4,331,665	\$ 331,665
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 4,220,000	\$ -	\$ 4,220,000	\$ 4,220,000	\$ -
PIMCO	Pimco Total Return Bond Fund Instl	\$ -	\$ 15,344,702	\$ 14,448,162	\$ 15,344,702	\$ 896,540
PNC	PNC Government Mortgage Fund Class I	\$ -	\$ 5,604,704	\$ 5,400,343	\$ 5,604,704	\$ 204,361
T ROWE PRICE	T Rowe Price Growth Stock	\$ -	\$ 5,273,805	\$ 4,746,307	\$ 5,273,805	\$ 527,498
T ROWE PRICE	T Rowe Price Equity Income Fund	\$ -	\$ 3,039,830	\$ 3,024,577	\$ 3,039,830	\$ 15,253
SEL	Selected American Shares- D	\$ -	\$ 4,737,363	\$ 4,535,315	\$ 4,737,363	\$ 202,048
Category (iii) - Series of transactions in excess of five percent of Plan assets:						
INV	Invesco International Growth Fund Class R5	\$ 4,662,294	\$ 300,000	\$ 4,933,778	\$ 4,962,594	\$ 28,816
BLKRCK	Blackrock Funds Equity Dividend Institutional Class	\$ 4,258,004	\$ 100,000	\$ 4,359,269	\$ 4,358,004	\$ (1,265)
DOD	Dodge & Cox International Stock Fund	\$ 4,704,633	\$ 575,000	\$ 5,220,153	\$ 5,279,633	\$ 59,480
DRI	Driehaus International Small Cap Growth Fund	\$ 2,800,000	\$ 50,000	\$ 2,846,659	\$ 2,850,000	\$ 3,341
HAR	Harbor Fund Cap Appreciation	\$ 316,000	\$ 5,722,763	\$ 4,997,869	\$ 6,038,763	\$ 1,040,894
MFS	MFS Value Fund Class I	\$ 768,509	\$ 5,683,057	\$ 6,319,846	\$ 6,451,566	\$ 131,720
NUV	Nuveen Large Cap Value Fund Class I	\$ 4,000,000	\$ 4,445,506	\$ 7,999,900	\$ 8,445,506	\$ 445,606
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 8,200,000	\$ 4,406,665	\$ 12,296,728	\$ 12,626,665	\$ 329,937
PIMCO	Pimco Total Return Bond Fund Instl	\$ 1,783,443	\$ 15,704,702	\$ 16,577,771	\$ 17,488,145	\$ 910,374
PNC	PNC Government Mortgage Fund Class I	\$ 942,259	\$ 6,204,704	\$ 6,923,645	\$ 7,146,963	\$ 223,318
T ROWE PRICE	T Rowe Price Growth Stock	\$ 491,000	\$ 5,584,805	\$ 5,520,268	\$ 6,075,805	\$ 555,537
T ROWE PRICE	T Rowe Price Equity Income Fund	\$ 1,710,157	\$ 3,039,830	\$ 4,734,734	\$ 4,749,987	\$ 15,253
SEL	Selected American Shares- D	\$ 750,000	\$ 5,892,363	\$ 6,327,077	\$ 6,642,363	\$ 315,286
US	US Treasury Bonds, 5.375%, 2/15/2031	\$ 3,975,168	\$ 3,095,179	\$ 7,109,489	\$ 7,070,347	\$ (39,142)
US	USA Treasury Bonds, 4.500%, 8/15/2039	\$ 1,867,216	\$ 1,088,201	\$ 2,967,487	\$ 2,955,417	\$ (12,070)
US	USA Treasury Notes, 1.750%, 5/15/2022	\$ 3,437,886	\$ 3,316,496	\$ 6,794,279	\$ 6,754,382	\$ (39,897)
US	USA Treasury Notes, .375%, 6/15/2015	\$ 2,868,917	\$ 2,849,793	\$ 5,717,806	\$ 5,718,710	\$ 904
US	USA Treasury Notes, .250%, 7/15/2015	\$ 2,867,925	\$ 2,367,781	\$ 5,237,082	\$ 5,235,706	\$ (1,376)
PNC	PNC Money Market Fund	\$ 27,612,788	\$ 26,588,411	\$ 54,201,200	\$ 54,201,200	\$ -

Columns (e) and (f) omitted as not applicable.

There were no category (ii) or (iv) reportable transactions during 2012.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 32—Schedule of Amortization Bases

Type Of Base	Present Value of Installments	Valuation Date Established	Remaining Years in Amortization Period	Amortization Amount
Shortfall	\$3,603,914	January 1, 2008	3	\$1,266,629
Shortfall	(\$100,599)	January 1, 2009	4	(\$27,219)
Shortfall	\$4,345,212	January 1, 2010	5	\$965,191
Shortfall	\$4,726,223	January 1, 2011	6	\$905,420
Shortfall	(\$9,045,833)	January 1, 2012	7	(\$1,535,300)

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2012

Attained Age	Number of Participants Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34				7	1					
35-39				11	8					
40-44				11	17	16				
45-49				16	12	21	6	1		
50-54				13	20	14	8	16	1	
55-59				3	15	13	6	9	20	1
60-64				1	4	6	2	4	10	3
65-69				1		2	2	1	1	2
70+										1

N-306

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 25—Change in Method

As a result of a change in firms providing actuarial services, the Enrolled Actuary has changed from Jim Berberian of Mercer to Chunhua Liu of Aon Consulting, Inc.

This change has automatic approval under Announcement 2010-3.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following non-prescribed assumption changes:

- Optional form conversion interest rates were updated to segment rates of 1.99%, 4.47%, and 5.26% (as of November 2011).
- Optional form conversion mortality was updated to 2012 417(e) table.

Neither of these assumption changes reduced the funding shortfall; as such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, Part V—Summary of Plan Provisions

Effective Date

Original Plan

July 1, 1975

Restated Plan

January 1, 2006

Participation

Non-union salaried employee who works at least 1,000 hours a year is eligible on the January 1 or July 1 following completion of one year of employment and attainment of age 18. No employee shall enter the plan after July 1, 2002.

Normal Retirement

Eligibility

First day of month coincident with or immediately following the first date on which the member has both attained age 65 and completed five years of participation in the plan.

Benefit Amount

Greatest of:

- 33% of average earnings less 16.5% of average earnings up to covered compensation, such difference reduced 1/30 for each year of credited service less than 30; plus 0.5% of average earnings times credited service in excess of 30 years.
- 24% of transitional average earnings (TAE) plus 19.5% of TAE in excess of transitional Covered Compensation, such sum reduced 1/30 for each year of credited service less than 30; plus 0.5% of TAE times credited service in excess of 30 years. The 24% and 0.5% factors are increased 1% (compounded annually) for each full year elapsed after January 1, 1989. **Note:** *Transitional average earnings (TAE) is a five-year average assuming that the 1988 earnings remain constant.*
- 1% of average monthly earnings (maximum \$27.00) times credited service.
- \$8.00 per month per year of credited service.

Early Retirement

Eligibility

A member may elect early retirement after reaching age 55 and completing at least 10 years of service.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Benefit Amount	The benefit is equal to the accrued benefit reduced by 1/600 for each month between early retirement and age 62.
Late Retirement Eligibility	First day of month coincident with or following termination of employment after normal retirement date.
Benefit Amount	Continued accrual. That is, the benefit is calculated in the same manner as for normal retirement, but using credited service and average salary at late retirement.
Deferred Vested Eligibility	A member is vested after completing five years of service.
Benefit Amount	Accrued benefit is payable at age 65. A married vested participant who dies shall be eligible for a death benefit. The amount of the death benefit shall be the monthly pension due to the spouse had the joint and 50% survivor option been elected immediately before the death of the participant. Payments begin on the first date the member would have been eligible to elect early retirement.
Disability Retirement Eligibility	If a member is determined to be totally and permanently disabled. A totally and permanently disabled member is entitled to plan benefits when benefits from any company sponsored disability programs cease.
Benefit Amount	Service continues to accrue during period of disability and earnings during this period are assumed to equal the earnings immediately before the disability. If benefit begins before normal retirement date (NRD), it is reduced 5% per year the benefit begins before NRD (up to 10 years) and actuarially for years in excess of 10.
Preretirement Death Eligibility	Active member who has completed at least 10 years of service who dies before retirement.
Benefit Amount	Spouse is entitled to an immediate benefit equal to 50% of the member's accrued benefit, payable for the spouse's life.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Maximum on Benefits and Pay

All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code.

Definitions

Vesting Service

One year of vesting service for each plan year in which the employee has at least 1,000 hours.

Credited Service

One year of credited service for each plan year in which 2,000 hours are credited. Proportional credit is given for hours between 1,000 and 2,000. No credit is given for a plan year in which less than 1,000 hours are credited.

Pensionable Earnings

Calendar year W-2. If less than 2,000 hours in a calendar year, multiply W-2 by the ratio of 2,000 to hours worked.

Final Average Earnings

Average of highest five consecutive years of career earnings.

Covered Compensation

The average (without indexing) of the Social Security wage base in effect for each calendar year during the 35 year period ending with the calendar year in which the member attains Social Security retirement age.

Normal Forms of Payment

Single

Single life annuity.

Married

50% joint and survivor annuity.

Optional Forms of Payment

Single life annuity,
50% joint and survivor annuity,
66 2/3% joint and survivor annuity,
75% joint and survivor annuity,
100% joint and survivor annuity,
5 year certain and life annuity,
10 year certain and life annuity,
15 year certain and life annuity,
20 year certain and life annuity,
Lump sum payment up to \$15,000.

All optional forms of payment are adjusted to have equivalent actuarial value of the single life annuity optional form of payment.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Optional Form Conversion Factors
(Actuarial Equivalency)

Interest: The applicable segment rates prescribed by
IRS Code Section 417(e) for the November prior to the
calendar year in which benefits commence.

Mortality: The applicable mortality table prescribed by
IRS Code Section 417(e).

Payment of Small Amounts

Non-elective lump sum payment if the actuarial
equivalent single sum of the accrued benefit does not
exceed \$5,000.

Plan Year

Calendar year.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

- Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.
- A change in the plan sponsor from Süd-Chemie Inc. to Clariant Corporation.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2011), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21
1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2011), without regard to the MAP-21 interest rate corridor
1st Segment Rate	2.06%
2nd Segment Rate	5.25%
3rd Segment Rate	6.32%
Salary Increases	
Minimum Funding Target Normal Cost	4.00%
Maximum Tax Expected Benefit Increase	4.00%
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 3.50% per year
Optional Payment Form Election Percentage	50% life annuity 50% joint and 50% survivor annuity
Optional Payment Form Conversion Interest Rate	Current 417(e) segment rates for lumpsums for the November prior to the calendar year in which benefit commence
Optional Payment Form Conversion Mortality	Current 417(e) table for lumpsums
Retirement Age	
Active Participants	See Table 1
Terminated Vested Participants	Age 65
Mortality Rates	
Healthy and Disabled	2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Withdrawal Rates	T-3 Table from Actuary's Pension Handbook, see Table 2 for detail
Disability Rates	Rates based on the 1985 Pension Disability Study from the Conference of Consulting Actuaries, see Table 3 for detail
Decrement Timing	Beginning of year decrements
Surviving Spouse Benefit	It is assumed that 85% of males and 65% of females have an eligible spouse, and that males are three years older than their spouses.
Valuation Compensation	2011 Pensionable earnings rolled forward one year with the salary increase assumption
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$200,000 and the IRC section 401(a)(17) compensation limit of \$250,000.
Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
Expected Return on Assets	
2010 Plan Year	8.00%, limited to 6.82%
2011 Plan Year	8.00%, limited to 6.57%
Trust Expenses Included in Target Normal Cost	Prior year's actual plan administrative expenses (\$500,437 for 2012)
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2012

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 1

Retirement Rates

Age	Rate
55	5.00%
56	3.00%
57	2.00%
58	2.00%
59	3.00%
60	7.50%
61	3.00%
62	40.00%
63	25.00%
64	15.00%
65+	100.00%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 2

Withdrawal Rates

Age	Rate	Age	Rate
15	6.5861%	45	3.2149%
16	6.5847%	46	2.9962%
17	6.5831%	47	2.7100%
18	6.5814%	48	2.3544%
19	6.5796%	49	1.9386%
20	6.5775%	50	1.5245%
21	6.2179%	51	1.1813%
22	5.9081%	52	0.9082%
23	5.6482%	53	0.6879%
24	5.4379%	54	0.4987%
25	5.2704%	55	0.3344%
26	5.1387%	56	0.2074%
27	5.0358%	57	0.1172%
28	4.9547%	58	0.0538%
29	4.8888%	59+	0.0161%
30	4.8312%		
31	4.7756%		
32	4.7165%		
33	4.6488%		
34	4.5687%		
35	4.4736%		
36	4.3629%		
37	4.2376%		
38	4.1036%		
39	3.9690%		
40	3.8412%		
41	3.7229%		
42	3.6139%		
43	3.5048%		
44	3.3784%		

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.021%	0.023%	45	0.202%	0.323%
16	0.023%	0.025%	46	0.226%	0.354%
17	0.024%	0.026%	47	0.255%	0.391%
18	0.025%	0.027%	48	0.285%	0.434%
19	0.027%	0.029%	49	0.320%	0.480%
20	0.029%	0.030%	50	0.358%	0.533%
21	0.030%	0.032%	51	0.405%	0.592%
22	0.032%	0.035%	52	0.465%	0.660%
23	0.034%	0.038%	53	0.539%	0.745%
24	0.036%	0.042%	54	0.626%	0.847%
25	0.038%	0.047%	55	0.722%	0.952%
26	0.040%	0.052%	56	0.822%	1.045%
27	0.042%	0.058%	57	0.924%	1.115%
28	0.044%	0.065%	58	1.030%	1.130%
29	0.046%	0.072%	59	1.141%	1.144%
30	0.048%	0.080%	60	1.256%	1.159%
31	0.050%	0.089%	61	1.368%	1.173%
32	0.054%	0.099%	62	1.475%	1.188%
33	0.059%	0.110%	63	1.572%	1.234%
34	0.064%	0.123%	64	1.663%	1.292%
35	0.069%	0.136%	65	1.753%	1.358%
36	0.077%	0.150%	66	1.846%	1.430%
37	0.085%	0.165%	67	1.950%	1.505%
38	0.095%	0.180%	68	2.063%	1.582%
39	0.105%	0.195%	69	2.180%	1.664%
40	0.117%	0.211%	70+	2.180%	1.664%
41	0.131%	0.229%			
42	0.147%	0.250%			
43	0.164%	0.273%			
44	0.182%	0.295%			

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55	5.00%	1.0000	2.75
56	3.00%	0.9500	1.60
57	2.00%	0.9215	1.05
58	2.00%	0.9031	1.05
59	3.00%	0.8850	1.57
60	7.50%	0.8585	3.86
61	3.00%	0.7941	1.45
62	40.00%	0.7703	19.10
63	25.00%	0.4622	7.28
64	15.00%	0.3466	3.33
65	100.00%	0.2946	19.15
Weighted Average			62.19

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2012

Date	Amount	Interest Rate	Days to Discount to 1/1/2012	Interest Adjusted Contribution
April 12, 2012	\$ 1,099,288	7.02%	102	\$ 1,078,698
July 13, 2012	1,099,288	7.02%	194	1,060,458
December 12, 2012	942,390	7.02%	346	883,844
July 15, 2013	<u>6,543,282</u>	7.02%	561	<u>5,897,014</u>
Total Contribution	\$ 9,684,248			\$ 8,920,014

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	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

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan SUD-CHEMIE INC. REVISED RETIREMENT PLAN	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;"> B Three-digit plan number (PN) ► </td> <td style="width: 40%; text-align: center;">004</td> </tr> </table>	B Three-digit plan number (PN) ►	004
B Three-digit plan number (PN) ►	004		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF CLARIANT CORPORATION	D Employer Identification Number (EIN) 61-0536101		
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B			
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500			

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2012</u>			
2 Assets:			
a Market value	2a		55,772,834
b Actuarial value	2b		57,329,878
3 Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	411	35,034,509
b For terminated vested participants	3b	259	6,831,015
c For active participants:			
(1) Non-vested benefits	3c(1)		1,625,541
(2) Vested benefits	3c(2)		17,353,633
(3) Total active	3c(3)	306	18,979,174
d Total	3d	976	60,844,698
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5		7.02 %
6 Target normal cost	6		1,448,149

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>09/30/2013</u> Date
	Chunhua Liu Type or print name of actuary	<u>11-07914</u> Most recent enrollment number
	Aon Consulting, Inc. Firm name	<u>(770) 956-7777</u> Telephone number (including area code)
	3350 Riverwood Parkway SE Atlanta GA 30339 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	132,719	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	118,594	0
9 Amount remaining (line 7 minus line 8)	14,125	0
10 Interest on line 9 using prior year's actual return of <u>(0.20)</u> %	(28)	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		2,784,361
b Interest on (a) using prior year's effective interest rate of <u>6.28</u> % except as otherwise provided (see instructions)		167,173
c Total available at beginning of current plan year to add to prefunding balance		2,951,534
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	14,097	0

Part III Funding Percentages

14 Funding target attainment percentage	14	94.20 %
15 Adjusted funding target attainment percentage	15	94.20 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	76.27 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2012	1,099,288				
07/13/2012	1,099,288				
12/12/2012	942,390				
07/15/2013	6,543,282				
Totals ▶			18(b)	9,684,248	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	8,920,014

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 5.54 %	2nd segment: 6.85 %	3rd segment: 7.52 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	1,448,149
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:			
a Net shortfall amortization installment.....		Outstanding Balance 3,528,917	Installment 1,574,721
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..		34	3,022,870
		Carryover balance	Prefunding balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....		36	3,022,870
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....		37	8,920,014
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	5,897,144
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2012

Date	Amount	Interest Rate	Days to Discount to 1/1/2012	Interest Adjusted Contribution
April 12, 2012	\$ 1,099,288	7.02%	102	\$ 1,078,698
July 13, 2012	1,099,288	7.02%	194	1,060,458
December 12, 2012	942,390	7.02%	346	883,844
July 15, 2013	<u>6,543,282</u>	7.02%	561	<u>5,897,014</u>
Total Contribution	\$ 9,684,248			\$ 8,920,014

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55	5.00%	1.0000	2.75
56	3.00%	0.9500	1.60
57	2.00%	0.9215	1.05
58	2.00%	0.9031	1.05
59	3.00%	0.8850	1.57
60	7.50%	0.8585	3.86
61	3.00%	0.7941	1.45
62	40.00%	0.7703	19.10
63	25.00%	0.4622	7.28
64	15.00%	0.3466	3.33
65	100.00%	0.2946	19.15
Weighted Average			62.19

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2011), each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21
1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2011), without regard to the MAP-21 interest rate corridor
1st Segment Rate	2.06%
2nd Segment Rate	5.25%
3rd Segment Rate	6.32%
Salary Increases	
Minimum Funding Target Normal Cost	4.00%
Maximum Tax Expected Benefit Increase	4.00%
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 3.50% per year
Optional Payment Form Election Percentage	50% life annuity 50% joint and 50% survivor annuity
Optional Payment Form Conversion Interest Rate	Current 417(e) segment rates for lumpsums for the November prior to the calendar year in which benefit commence
Optional Payment Form Conversion Mortality	Current 417(e) table for lumpsums
Retirement Age	
Active Participants	See Table 1
Terminated Vested Participants	Age 65
Mortality Rates	
Healthy and Disabled	2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	T-3 Table from Actuary's Pension Handbook, see Table 2 for detail

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Disability Rates	Rates based on the 1985 Pension Disability Study from the Conference of Consulting Actuaries, see Table 3 for detail
Decrement Timing	Beginning of year decrements
Surviving Spouse Benefit	It is assumed that 85% of males and 65% of females have an eligible spouse, and that males are three years older than their spouses.
Valuation Compensation	2011 Pensionable earnings rolled forward one year with the salary increase assumption
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$200,000 and the IRC section 401(a)(17) compensation limit of \$250,000.
Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
Expected Return on Assets	
2010 Plan Year	8.00%, limited to 6.82%
2011 Plan Year	8.00%, limited to 6.57%
Trust Expenses Included in Target Normal Cost	Prior year's actual plan administrative expenses (\$500,437 for 2012)
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2012

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 1

Retirement Rates

<u>Age</u>	<u>Rate</u>
55	5.00%
56	3.00%
57	2.00%
58	2.00%
59	3.00%
60	7.50%
61	3.00%
62	40.00%
63	25.00%
64	15.00%
65+	100.00%

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 2

Withdrawal Rates

Age	Rate	Age	Rate
15	6.5861%	45	3.2149%
16	6.5847%	46	2.9962%
17	6.5831%	47	2.7100%
18	6.5814%	48	2.3544%
19	6.5796%	49	1.9386%
20	6.5775%	50	1.5245%
21	6.2179%	51	1.1813%
22	5.9081%	52	0.9082%
23	5.6482%	53	0.6879%
24	5.4379%	54	0.4987%
25	5.2704%	55	0.3344%
26	5.1387%	56	0.2074%
27	5.0358%	57	0.1172%
28	4.9547%	58	0.0538%
29	4.8888%	59+	0.0161%
30	4.8312%		
31	4.7756%		
32	4.7165%		
33	4.6488%		
34	4.5687%		
35	4.4736%		
36	4.3629%		
37	4.2376%		
38	4.1036%		
39	3.9690%		
40	3.8412%		
41	3.7229%		
42	3.6139%		
43	3.5048%		
44	3.3784%		

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.021%	0.023%	45	0.202%	0.323%
16	0.023%	0.025%	46	0.226%	0.354%
17	0.024%	0.026%	47	0.255%	0.391%
18	0.025%	0.027%	48	0.285%	0.434%
19	0.027%	0.029%	49	0.320%	0.480%
20	0.029%	0.030%	50	0.358%	0.533%
21	0.030%	0.032%	51	0.405%	0.592%
22	0.032%	0.035%	52	0.465%	0.660%
23	0.034%	0.038%	53	0.539%	0.745%
24	0.036%	0.042%	54	0.626%	0.847%
25	0.038%	0.047%	55	0.722%	0.952%
26	0.040%	0.052%	56	0.822%	1.045%
27	0.042%	0.058%	57	0.924%	1.115%
28	0.044%	0.065%	58	1.030%	1.130%
29	0.046%	0.072%	59	1.141%	1.144%
30	0.048%	0.080%	60	1.256%	1.159%
31	0.050%	0.089%	61	1.368%	1.173%
32	0.054%	0.099%	62	1.475%	1.188%
33	0.059%	0.110%	63	1.572%	1.234%
34	0.064%	0.123%	64	1.663%	1.292%
35	0.069%	0.136%	65	1.753%	1.358%
36	0.077%	0.150%	66	1.846%	1.430%
37	0.085%	0.165%	67	1.950%	1.505%
38	0.095%	0.180%	68	2.063%	1.582%
39	0.105%	0.195%	69	2.180%	1.664%
40	0.117%	0.211%	70+	2.180%	1.664%
41	0.131%	0.229%			
42	0.147%	0.250%			
43	0.164%	0.273%			
44	0.182%	0.295%			

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, Part V—Summary of Plan Provisions

Effective Date

Original Plan

July 1, 1975

Restated Plan

January 1, 2006

Participation

Non-union salaried employee who works at least 1,000 hours a year is eligible on the January 1 or July 1 following completion of one year of employment and attainment of age 18. No employee shall enter the plan after July 1, 2002.

Normal Retirement

Eligibility

First day of month coincident with or immediately following the first date on which the member has both attained age 65 and completed five years of participation in the plan.

Benefit Amount

Greatest of:

- 33% of average earnings less 16.5% of average earnings up to covered compensation, such difference reduced 1/30 for each year of credited service less than 30; plus 0.5% of average earnings times credited service in excess of 30 years.
- 24% of transitional average earnings (TAE) plus 19.5% of TAE in excess of transitional Covered Compensation, such sum reduced 1/30 for each year of credited service less than 30; plus 0.5% of TAE times credited service in excess of 30 years. The 24% and 0.5% factors are increased 1% (compounded annually) for each full year elapsed after January 1, 1989. **Note:** *Transitional average earnings (TAE) is a five-year average assuming that the 1988 earnings remain constant.*
- 1% of average monthly earnings (maximum \$27.00) times credited service.
- \$8.00 per month per year of credited service.

Early Retirement

Eligibility

A member may elect early retirement after reaching age 55 and completing at least 10 years of service.

Benefit Amount

The benefit is equal to the accrued benefit reduced by 1/600 for each month between early retirement and age 62.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Late Retirement Eligibility	First day of month coincident with or following termination of employment after normal retirement date.
Benefit Amount	Continued accrual. That is, the benefit is calculated in the same manner as for normal retirement, but using credited service and average salary at late retirement.
Deferred Vested Eligibility	A member is vested after completing five years of service.
Benefit Amount	Accrued benefit is payable at age 65. A married vested participant who dies shall be eligible for a death benefit. The amount of the death benefit shall be the monthly pension due to the spouse had the joint and 50% survivor option been elected immediately before the death of the participant. Payments begin on the first date the member would have been eligible to elect early retirement.
Disability Retirement Eligibility	If a member is determined to be totally and permanently disabled. A totally and permanently disabled member is entitled to plan benefits when benefits from any company sponsored disability programs cease.
Benefit Amount	Service continues to accrue during period of disability and earnings during this period are assumed to equal the earnings immediately before the disability. If benefit begins before normal retirement date (NRD), it is reduced 5% per year the benefit begins before NRD (up to 10 years) and actuarially for years in excess of 10.
Preretirement Death Eligibility	Active member who has completed at least 10 years of service who dies before retirement.
Benefit Amount	Spouse is entitled to an immediate benefit equal to 50% of the member's accrued benefit, payable for the spouse's life.
Maximum on Benefits and Pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code.

Schedule SB Attachment (Form 5500)—2012 Plan Year
 Süd-Chemie Inc. Revised Retirement Plan
 EIN: 61-0536101 PN: 004

Definitions

Vesting Service	One year of vesting service for each plan year in which the employee has at least 1,000 hours.
Credited Service	One year of credited service for each plan year in which 2,000 hours are credited. Proportional credit is given for hours between 1,000 and 2,000. No credit is given for a plan year in which less than 1,000 hours are credited.
Pensionable Earnings	Calendar year W-2. If less than 2,000 hours in a calendar year, multiply W-2 by the ratio of 2,000 to hours worked.
Final Average Earnings	Average of highest five consecutive years of career earnings.
Covered Compensation	The average (without indexing) of the Social Security wage base in effect for each calendar year during the 35 year period ending with the calendar year in which the member attains Social Security retirement age.
Normal Forms of Payment	
Single	Single life annuity.
Married	50% joint and survivor annuity.
Optional Forms of Payment	Single life annuity, 50% joint and survivor annuity, 66 2/3% joint and survivor annuity, 75% joint and survivor annuity, 100% joint and survivor annuity, 5 year certain and life annuity, 10 year certain and life annuity, 15 year certain and life annuity, 20 year certain and life annuity, Lump sum payment up to \$15,000. All optional forms of payment are adjusted to have equivalent actuarial value of the single life annuity optional form of payment.
Optional Form Conversion Factors (Actuarial Equivalency)	Interest: The applicable segment rates prescribed by IRS Code Section 417(e) for the November prior to the calendar year in which benefits commence. Mortality: The applicable mortality table prescribed by IRS Code Section 417(e).

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Payment of Small Amounts

Non-elective lump sum payment if the actuarial equivalent single sum of the accrued benefit does not exceed \$5,000.

Plan Year

Calendar year.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

- Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.
- A change in the plan sponsor from Süd-Chemie Inc. to Clariant Corporation.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following non-prescribed assumption changes:

- Optional form conversion interest rates were updated to segment rates of 1.99%, 4.47%, and 5.26% (as of November 2011).
- Optional form conversion mortality was updated to 2012 417(e) table.

Neither of these assumption changes reduced the funding shortfall; as such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 25—Change in Method

As a result of a change in firms providing actuarial services, the Enrolled Actuary has changed from Jim Berberian of Mercer to Chunhua Liu of Aon Consulting, Inc.

This change has automatic approval under Announcement 2010-3.

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2012

Attained Age	Number of Participants Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34				7	1					
35-39				11	8					
40-44				11	17	16				
45-49				16	12	21	6	1		
50-54				13	20	14	8	16	1	
55-59				3	15	13	6	9	20	1
60-64				1	4	6	2	4	10	3
65-69				1		2	2	1	1	2
70+										1

N-306

Schedule SB Attachment (Form 5500)—2012 Plan Year
Süd-Chemie Inc. Revised Retirement Plan
EIN: 61-0536101 PN: 004

Schedule SB, line 32—Schedule of Amortization Bases

Type Of Base	Present Value of Installments	Valuation Date Established	Remaining Years in Amortization Period	Amortization Amount
Shortfall	\$3,603,914	January 1, 2008	3	\$1,266,629
Shortfall	(\$100,599)	January 1, 2009	4	(\$27,219)
Shortfall	\$4,345,212	January 1, 2010	5	\$965,191
Shortfall	\$4,726,223	January 1, 2011	6	\$905,420
Shortfall	(\$9,045,833)	January 1, 2012	7	(\$1,535,300)

Schedule H, line 4i - Schedule of Assets (Held At End of Year)
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

EMPLOYER IDENTIFICATION NUMBER: 61-0536101

PLAN NUMBER: 005

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>U.S. Government Securities</u>				
	USA Treasury Bond	750,000, 2/15/2031, 0%	\$ 473,970	\$ 460,560
	USA Treasury Bond	575,000, 2/15/2031, 5.375%	840,844	820,813
	USA Treasury Bond	575,000, 8/15/2039, 4.500%	766,946	761,967
	USA Treasury Notes	550,000 8/15/2020, 2.625%	606,635	603,972
	USA Treasury Notes	80,000, 5/15/2022, 1.750%	81,491	80,694
	USA Treasury Notes	20,000, 6/15/2015, 0.375%	20,027	20,031
	USA Treasury Notes	500,000, 7/15/2015, 0.250%	498,770	499,180
		TOTAL U.S. GOVERNMENT SECURITIES	3,288,683	3,247,217
<u>Corporate Bonds</u>				
	ADT Corp. Series 144A Senior Notes	100,000, 7/15/2022, 3.500%	104,349	97,259
	Time Warner, Inc. Bonds Rating BAA2	60,000, 5/1/2032, 7.700%	82,923	83,891
	Time Warner, Inc. Bonds Rating BAA2	75,000, 5/1/2032, 7.700%	103,811	104,864
	AT&T, Inc. Senior Unsecured Rating A2	175,000, 5/15/2038, 6.400%	232,752	227,073
	AT&T, Inc. Senior Unsecured Rating A2	130,000, 5/15/2016, 2.950%	138,221	137,634
	AT&T, Inc. Series 144A Unsecured	72,000, 6/15/2045, 4.350%	70,524	72,324
	AT&T, Inc. Senior Unsecured Call 9/1/22 @ 100 Rating A2	120,000, 12/1/2022, 2.625%	121,133	120,198
	Abbvie, Inc. Series 144A CO Guarantee Rating BAA1	70,000, 11/6/2015, 1.200%	70,337	70,468
	Abbvie, Inc. Series 144A CO Guarantee Rating BAA1	75,000, 11/6/2042, 4.400%	80,435	79,735
	Allstate Crops. Bonds Rating A3	150,000, 12/15/2032, 6.125%	190,124	190,067
	America Movil SA DE CV Rating A2	75,000, 3/1/2035, 6.375%	99,773	98,711
	America Movil SA DE CV Rating A2	110,000, 9/8/2016, 2.375%	115,127	114,332
	American Express Co Ser Unsecured Rating A3	201,000, 12/2/2022, 2.650%	237,492	200,200
	Americredit Automobile Series 2012 4 Class E	50,000, 2/10/2020, 3.820%	51,938	51,760
	Amgen, Inc. Senior Unsecured Rating BAA1	95,000, 2/1/2039, 6.400%	116,050	122,993
	Amgen, Inc. Senior Notes Rating BAA1	100,000, 3/15/2040, 5.750%	118,933	121,755
	Anheuser Bush Inbev Wor Co Guarantee Rating A3	75,000, 1/15/2040, 6.375%	109,050	104,203
	Archer Daniels Midland Senior Unsecured Rating A2	50,000, 3/1/2041, 5.765%	67,812	62,138
	Astrazeneca PLC Rating A1	95,000, 9/18/2019, 1.950%	94,882	96,283
	Avis Budget Rental Cal Series 2010-5A Class B Rating BAA1	60,000, 3/20/2016, 5.110%	64,875	65,491
	BHP Billiton Fin USA, LTD Rating A1	110,000 2/24/2017, 1.625%	112,741	112,484
	BP Capital Markets PLC Co Rating A2	100,000, 10/1/2015, 3.125%	106,855	106,155
	Bank of America Notes Rating BAA2	100,000, 5/1/2018, 5.650%	110,908	116,344
	Bank of America Corp. Rating BAA2	100,000, 7/1/2020, 6.625%	111,837	118,563
	Bank of America Corp. Senior Notes Rating BAA2	100,000, 1/5/2021, 5.875%	113,882	119,728
	Bank of America Corp. Senior Unsecured Rating BAA2	150,000, 2/7/2042, 5.875%	172,928	187,139
	CR Bard, Inc. Senior Unsecured Rating A3	50,000, 1/15/2021, 4.400%	57,279	56,930
	Baxter International, Inc. Senior Unsecured Rating A3	115,000, 1/15/2017, 1.850%	119,569	118,504
	Bear Stearns Co., Inc. Senior Unsecured Rating A2	80,000, 2/1/2018, 7.250%	99,508	100,243
	Bellsouth Cap Funding Cons Bonds Rating A2	50,000, 2/15/2030, 7.875%	67,975	65,890
	Berkshire Hathaway Fin Co Guarantee Rating AA2	100,000, 1/15/2021, 4.250%	115,198	114,734
	Berkshire Hathaway Fin Com Guarantee Rating AA2	150,000, 5/15/2042, 4.400%	163,026	155,184
	Berkshire Hathaway, Inc. Senior Unsecured Rating AA2	110,000, 2/11/2015, 3.200%	116,745	115,806
	Boeing, Co. Senior Unsecured Rating A2	50,000, 3/15/2039, 6.875%	78,853	76,213
	Bristol-Myers Squibb Bonds Rating A2	89,000, 11/15/2036, 5.875%	119,291	114,925
	British Telecom PLC Sedol Rating BAA2	125,000, 12/15/2030, 9.625%	201,228	198,585
	Burlington North Santa Fe Debt Rating A3	50,000, 5/1/2040, 5.750%	63,465	61,641
	Burlington Resources Fin Rating A1	80,000, 8/15/2031, 7.200%	113,289	112,407
	Commercial Mortgage Pass-Thru Series 2012-CR2 Class B Rating AA2	120,000, 8/17/2045, 4.393%	122,992	130,405
	CSX Corp Bonds Rating BAA2	50,000, 10/1/2036, 6.000%	62,263	61,930
	CVS Caremark Corp Senior Unsecured Rating AA2	125,000, 9/15/2039, 6.125%	165,376	159,970
	Canadian National Resources Raintg BAA1	75,000, 2/15/2037, 6.500%	100,137	97,274
	Capital One Financial Co Senior Notes Rating BAA1	150,000, 7/15/2021, 4.750%	167,471	172,974

Schedule H, line 4i - Schedule of Assets (Held At End of Year)
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 005
December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	Caterpillar Financial Services Corp Senior Notes Rating A2	85,000, 4/1/2016, 2.650%	90,024	89,254
	Celgene Corp Senior Unsecured Rating BAA2	109,000, 10/15/2020, 3.950%	117,652	118,297
	Cisco Systems, Inc. Notes Rating A1	80,000, 2/15/2039, 5.900%	107,846	104,116
	Cisco Systems, Inc. Senior Notes Rating A1	50,000, 1/15/2040, 5.500%	65,756	63,547
	Citigroup, Inc. Notes Rating BAA2	80,000, 11/21/2017, 6.125%	91,638	95,213
	Citigroup, Inc. Notes Rating BAA2	100,000, 5/19/2015, 4.750%	108,442	107,804
	Citigroup, Inc. Senior Notes Rating BAA2	150,000, 1/30/2042, 5.875%	174,486	185,123
	Citigroup Commercial Mortgage Series 2012-GC8 Class D Rating BAA3	60,000, 9/10/2045, Variable %	48,881	53,401
	Cliffs Natural Resources Notes Rating BAA3	50,000, 3/15/2020, 5.900%	52,875	53,167
	The Coca-Cola Co Senior Unsecured Rating AA3	155,000, 3/14/2018, 1.650%	159,531	158,771
	Comcast Corp Comp Guar Rating BAA1	175,000, 3/15/2037, 6.450%	228,954	224,558
	Conocophillips Notes Rating A1	75,000, 2/1/2039, 6.500%	109,811	106,361
	Conoco, Inc. Senior Notes Rating A1	80,000, 4/15/2029, 6.950%	115,070	111,534
	Cons Edison Co of NY Series 06-E Senior Unsecured Rating A3	50,000, 12/1/2036, 5.700%	64,464	63,420
	DaimlerChrysler NA Holding Con Company Gaur Rating A3	50,000, 1/18/2031, 8.500%	79,424	77,822
	Deutsche Telekom Intl Fin Gtd Note Rating BAA1	100,000, 6/15/2030, 8.750%	146,781	149,824
	Devon Energy Corp Senior Unsecured Call 1/15/2041 @ 100 Rating BAA1	100,000, 7/15/2041, 5.600%	123,423	118,785
	Devon Energy Corp Senior Unsecured Call 4/15/2017 @ 100 Rating BAA1	60,000, 5/15/2017, 1.875%	61,504	61,166
	Devon Energy Corporation Notes Rating BAA1	75,000, 4/15/2032, 7.950%	111,912	110,960
	Directv Holdings/FING Series W1 Com Rating BAA2	120,000, 3/15/2017, 2.400%	123,310	122,918
	Dominion Resources, Inc Senior Notes Rating BAA2	20,000, 3/15/2033, 6.300%	26,048	25,763
	Dominion Resources, Inc Senior Bonds Rating BAA2	125,000, 6/15/2035, 5.950%	162,825	158,208
	The Dow Chemical Co Notes Rating BAA2	50,000, 5/15/2039, 9.400%	82,275	82,322
	Duke Energy Corp Senior Unsecured Rating BAA2	50,000, 8/15/2017, 1.625%	49,867	50,131
	Electricite De France Rating AA3	100,000, 1/27/2040, 5.600%	118,667	114,979
	Ebay, Inc. Senior Unsecured Rating A2	110,000, 7/15/2022, 2.600%	110,102	111,126
	Enterprise Products Oper Notes Rating BAA2	75,000, 10/15/2039, 6.125%	90,233	90,607
	Excelon Generation CO, LLC Senior Unsecured Rating BAA1	10,000, 10/1/2039, 6.250%	11,440	11,629
	FMR, LLC Senior Unsecured Rating A2	60,000, 12/14/2040, 6.500%	71,497	75,342
	Florida Power Corp 1st Mortgage Rating A2	200,000, 4/1/2040, 5.650%	269,412	251,570
	Ford Credit Floorplan Mater O Series 2012-5 Class D Rating A3	80,000, 9/15/2019, 2.730%	79,969	80,275
	France Telecom SA Notes Series W1 Rating A3	75,000, 3/1/2031, 8.500%	112,478	112,265
	France Telecom Rating A3	75,000, 1/13/2042, 5.375%	87,569	86,594
	Franklin Resourcesm Inc., Senior Unsecured Rating A1	80,000, 9/15/2022, 2.800%	79,800	80,978
	General Electric Cap Corp Senior Notes Rating A1	250,000, 1/14/2038, 5.875%	305,103	301,563
	General Electric Cap Corp Senior Unsecured Rating A1	100,000, 5/1/2018, 5.625%	118,838	118,753
	General Electric Cap Corp Senior Notes Rating A1	100,000, 11/14/2014, 3.750%	106,174	105,446
	General Electric Cap Corp Notes Rating A1	100,000, 9/16/2020, 4.375%	111,474	111,605
	General Electric Cap Corp Senior Unsecured Rating A1	125,000, 11/9/2015, 2.250%	129,856	129,089
	General Electric Cap Corp Senior Notes Rating A1	100,000, 1/7/2021, 4.625%	112,025	113,430
	Glaxosmithkline Cap Inc Co Guar Rating A1	100,000, 5/15/2038, 6.375%	146,708	138,145
	Goldman Sachs Group, Inc. Senior Notes Rating A3	100,000, 3/15/2020, 5.375%	112,957	114,603
	Goldman Sachs Group, Inc. Sub Notes Rating BAA1	100,000, 10/1/2037 6.750%	109,307	113,333
	Goldman Sachs Group, Inc. Senior Notes Rating A3	90,000, 4/1/2018, 6.150%	106,660	105,729
	Goldman Sachs Group, Inc. Senior Notes Rating A3	75,000, 2/1/2041, 6.250%	81,438	92,019
	Goldman Sachs Group, Inc. Senior Unsecured Rating A3	100,000, 7/27/2021, 5.250%	104,558	113,998
	Goldman Sachs Group, Inc. Senior Notes Rating A3	115,000 5/3/2015, 3.300%	120,328	119,860
	Goldman Sachs Group, Inc. Senior Unsecured Rating A3	105,000, 2/7/2016, 3.625%	110,814	111,145

Schedule H, line 4i - Schedule of Assets (Held At End of Year)
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)

EMPLOYER IDENTIFICATION NUMBER: 61-0536101

PLAN NUMBER: 005

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	HSBC Holdings PLC Rating A3	150,000	181,593	191,831
	Hasbro, Inc. Senior Unsecured Rating BAA2	60,000, 3/15/2040, 6.350%	73,399	74,101
	Hewlett Packard Co. Noted Rating BAA1	75,000, 9/15/2041, 6.000%	85,551	74,243
	Home Depot, Inc. Senior Notes Rating A3	104,000, 9/15/2040, 5.400%	135,457	130,395
	Intel Corp Senior Unsecured Rating A1	120,000, 10/1/2016, 1.950%	126,121	123,972
	IBM Corp Senior Unsecured Rating AA3	120,000, 1/5/2016, 2.000%	125,014	123,992
	Intl Paper Co Senior Unsecured Call 5/15/2041 @ 100 Rating BAA3	125,000, 11/15/2041, 6.000%	152,473	148,016
	JP Morgan Chase & Co Notes Rating A2	100,000, 1/15/2018, 6.000%	120,264	119,719
	JP Morgan Chase & Co Notes Rating A2	110,000, 6/24/2015, 3.400%	116,298	116,057
	JP Morgan Chase & Co Senior Unsecured Rating A2	100,000, 7/22/2020, 4.400%	109,746	112,884
	JP Morgan Chase & Co Senior Unsecured Rating A2	175,000, 10/15/2040, 5.500%	208,374	213,929
	JP Morgan Chase & Co Senior Unsecured Rating A2	110,000, 1/24/2022, 4.500%	121,483	124,436
	JP Morgan Chase Commercial Mortgage Series 2010-C2 Class B	110,000, 11/18/2043, 5.0747%	122,315	124,732
	Johnson (SC) & Son, Inc. Senior Unsecured Rating N/A	110,000, 9/1/2040, 4.800%	126,379	121,807
	Kinder Morgan Ener Part Senior Unsecured Rating BAA2	100,000, 1/15/2038, 6.950%	126,709	131,587
	Kinder Morgan Ener Part Senior Unsecured Call 6/1/2022 @ 100 Rating BAA2	100,000, 9/1/2022, 3.950%	104,137	106,926
	Kohls Corp Bonds Rating BAA1	75,000, 1/15/2033, 6.00%	88,319	86,456
	Lincoln National Corp Senior Notes Rating BAA2	150,000, 6/15/2040, 7.000%	186,677	195,231
	McKesson Corp Senior Unsecured Rating BAA2	105,000, 3/1/2021, 4.750%	123,010	121,953
	Metlife, Inc. Senior Notes Rating A3	150,000, 12/15/2032, 6.500%	198,938	195,726
	Midamerican Energy Holdings Bonds Series WI Rating BAA1	150,000, 4/1/2036, 6.125%	200,075	189,351
	Morgan Stanley Notes Rating BAA1	100,000, 10/15/2015, 5.375%	108,722	108,718
	NYS Euronext Senior Unsecured Notes Rating A3	60,000, 10/5/2017, 2.000%	60,307	60,995
	National Rural Utilities Notes Series MTNC Rating A2	100,000, 3/1/2032, 8.000%	156,565	150,464
	Nationwide Mutual Insurance Notes Rating A3	50,000, 8/15/2039, 9.375%	68,355	70,354
	NBC Universal Media, LLC Senior Unsecured Rating BAA2	120,000, 4/1/2016, 2.875%	127,606	126,510
	New York Life Insurance Co Notes Series 144A Rating AA2	100,000, 5/15/2033, 5.875%	122,744	120,855
	News America, Inc. Bonds Series WI Rating BAA1	150,000, 12/15/2034, 6.200%	185,556	181,673
	Norfolk Southern Corp Note Rating BAA1	75,000, 5/15/2027, 7.800%	109,772	105,545
	Statoil ASA Rating AA2	50,000, 6/15/2023, 7.750%	70,672	70,093
	Omnicom Group, Inc. Senior Unsecured Rating BAA1	105,000, 5/1/2022, 3.625%	109,913	109,381
	Oneok, Inc. Senior Unsecured Call 11/2/2021 @ 100 Rating BAA2	80,000, 2/1/2022, 4.250%	85,020	86,926
	Oracle Corp Senior Unsecured Rating A1	75,000, 4/15/2038, 6.500%	106,897	104,289
	Oracle Corp Senior Unsecured Rating A1	100,000, 4/15/2038, 6.500%	147,566	139,052
	PPG Industries, Inc. Senior Unsecured Rating BAA1	90,000, 8/15/2022, 2.700%	89,984	89,124
	Pacific Gas & Electric Senior Unsecured Call 6/15/2041 @ 100 Rating A3	75,000, 12/15/2041, 4.500%	88,768	80,401
	Pemex Prj Pfd Master Tr Rating AA1	75,000, 6/15/2035, 6.625%	96,864	95,250
	Pepsi Bottling Group, Inc Gtd Senior Note Rating AA3	70,000, 3/1/2029, 7.000%	99,597	100,540
	Philip Morris Intl, Inc. Senior Unsecured Rating A2	57,000, 3/20/2042, 4.500%	65,523	61,944
	Protective Life Corp Senior Unsecured Rating BAA2	50,000, 10/15/2039, 8.450%	61,434	65,208
	Prudential Financial Inc Senior Unsecured Rating BAA2	150,000, 11/15/2040, 6.200%	172,547	181,440
	Puget Sound Energy Inc Senior Secured Rating A3	125,000, 3/15/2040, 5.795%	171,067	159,436
	Rio Tinto Fin USA PLC Rating A3	75,000, 3/22/2042, 4.750%	90,224	82,926
	Rio Tinto Fin USA PLC Rating A3	50,000, 11/2/2040, 5.200%	58,255	58,762
	Rio Tinto Fin USA PLC Rating A3	95,000, 5/20/2021, 4.125%	107,075	104,970
	Sempra Energy Senior Unsecured Rating BAA1	150,000, 10/15/2039, 6.000%	196,499	189,642
	Shell International Fin Senior Notes Rating AA1	100,000, 12/15/2038, 6.375%	151,065	140,497
	Siemens Financieringsmat Notes Rating AA3	90,000, 8/17/2026, 6.125%	119,026	118,340

Schedule H, line 4i - Schedule of Assets (Held At End of Year)
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)

EMPLOYER IDENTIFICATION NUMBER: 61-0536101

PLAN NUMBER: 005

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Corporate Bonds (continued)</u>				
	South Carolina Electric & Gas 1st Mtg Call 8/1/2040 @ 100 Rating A3	95,000, 2/1/2041, 5.450%	121,683	116,377
	Statoil ASA Rating AA2	100,000, 8/17/2017, 3.125%	109,987	108,836
	Statoil ASA Rating AA2	100,000, 8/17/2040, 5.100%	128,956	120,484
	Statoil Hydro SAS Rating AA2	100,000, 4/15/2019, 5.250%	121,723	119,907
	Target Corp Bonds Rating A2	75,000, 7/15/2031, 7.000%	107,927	104,566
	Target Corp Bonds Rating A2	130,000, 10/15/2037, 6.500%	180,998	181,460
	Teva Pharma Fin II/III Rating A3	115,000, 6/15/2015, 3.000%	122,139	120,907
	Teva Pharm Fin IV BV Rating A3	100,000, 11/10/2021, 3.650%	108,297	107,023
	Time Warner Cable, Inc. Senior Notes Rating BAA2	100,000, 7/1/2038, 7.300%	136,825	132,868
	Time Warner Cable, Inc. Comp Gaur Call 3/1/2041 @ 100 Rating BAA2	50,000, 9/1/2041, 5.500%	57,167	55,633
	Total Capital SA Co Gtrd Rating AA1	100,000, 3/15/2016, 2.300%	104,704	103,900
	Toyota Motor Services Credit Crop Series MTN Notes Rating AA3	115,000, 1/12/2022, 3.300%	124,432	124,070
	Trans-Canada Pipelines Rating A3	65,000, 1/15/2039, 7.625%	101,258	97,783
	Travelers Cos Inc Senior Note Rating A2	150,000, 6/15/2037, 6.250%	204,906	203,080
	United Parcel Service Senior Notes Rating AA3	100,000, 1/15/2038, 6.200%	146,200	134,127
	United Parcel Service Senior Notes Rating AA3	100,000, 1/15/2038, 6.200%	135,755	134,127
	United Technologies Corp Senior Unsecured Rating A2	50,000, 6/1/2042, 4.500%	58,429	55,558
	UnitedHealth Group, Inc. Unsecured Series WI Rating A3	100,000, 11/15/2037, 6.625%	130,278	132,253
	UnitedHealth Group, Inc. Senior Unsecured Call 5/15/2041 @ 100 Rating A3	125,000, 11/15/2041, 4.625%	140,099	133,450
	UnitedHealth Group, Inc. Senior Unsecured Rating A3	110,000, 10/15/2017, 1.400%	110,660	110,172
	UnitedHealth Group, Inc. Senior Unsecured Call 11/15/2022 @ 100 Rating A3	60,000, 2/15/2023, 2.750%	59,905	60,540
	Valero Energy Corp. Bonds Rating BAA2	75,000, 4/15/2032, 7.500%	96,756	96,225
	Verizon Communications Notes Rating A3	100,000, 2/15/2016, 5.550%	115,581	113,874
	Verizon Communications Notes Rating A3	200,000, 2/15/2038, 6.400%	276,108	270,774
	Verizon Communications Senior Unsecured Rating A3	80,000, 4/1/2019, 6.350%	102,728	101,102
	Verizon Communications Senior Unsecured Rating A3	110,000, 11/1/2016, 2.000%	115,338	113,842
	Vodafone Group PLC Bonds Rating A3	50,000, 2/27/2037, 6.150%	69,165	66,134
	Wachovia Bank NA Bonds Rating A1	90,000, 2/8/2015, 4.875%	97,763	97,151
	Wachovia Bank NA Subordinated Rating A1	250,000, 2/1/2037, 5.850%	316,280	310,177
	Wal-Mart Stores, Inc. Senior Notes Rating AA2	200,000, 4/1/2040, 5.625%	279,050	259,408
	Wal-Mart Stores, Inc Senior Unsecured St Convention Rating AA2	65,000, 4/15/2021, 4.2505%	76,458	75,486
	Watson Pharmaceuticals I Senior Unsecured Rating BAA3	75,000, 10/1/2017, 1.875%	74,656	75,986
	Wellpoint, Inc. Senior Unsecured Rating BAA2	105,000, 2/15/2017, 2.375%	109,576	108,713
	Wellpoint, Inc. Senior Unsecured Rating BAA2	100,000, 5/15/2042, 4.625%	104,150	103,282
	Wellpoint, Inc. Senior Unsecured Rating BAA2	100,000, 1/15/2023, 3.300%	100,211	102,600
	Westinghouse Electric Corp Notes Rating BAA2	41,000, 9/1/2023, 7.875%	52,215	54,482
	Wyeth Bonds Rating A1	85,000, 2/1/2024, 6.450%	115,835	115,381
	Yum Brands, Inc Senior Unsecured Rating BAA3	50,000, 11/15/2037, 6.875%	70,121	68,272
		TOTAL CORPORATE DEBT	20,787,837	20,572,640
<u>Mutual Funds</u>				
	Invesco International Growth Fund Class R5	169,942 shares	4,390,810	4,965,697
*	BlackRock Funds Equity Dividend Instl Class	206,388 shares	4,156,738	4,113,323
	Credit Suisse Commodity Return Strategy Fund Class I	120,397 shares	912,608	966,787
	Dodge & Cox International Stock Fund	143,101 shares	4,189,114	4,957,008
	Driehaus International Small Cap Growth Fund	317,938 shares	2,753,351	3,007,690
	Absolute Strategies Fund Class I	410,714 shares	4,600,000	4,550,714
	Perkins Small Cap Value Fund Class I	28,598 shares	583,035	601,985
	Mainstay High Yield Corporate Bond Fund Class I	265,748 shares	1,576,963	1,623,719

Schedule H, line 4i - Schedule of Assets (Held At End of Year)
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) (Continued)

EMPLOYER IDENTIFICATION NUMBER: 61-0536101

PLAN NUMBER: 005

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
<u>Mutual Funds (continued)</u>				
	Munder M/C Core Growth Fund	57,220 shares	1,700,000	1,873,948
	Nuveen Real Estate Securities Fund Class I	111,402 shares	2,339,912	2,368,410
	Nuveen Winslow Large Cap Growth Fund Class I	121,148 shares	4,143,273	4,127,523
	Prudential Jamison Small Company Fund	26,417 shares	555,284	611,822
	Ridgeworth Mid Cap Value Equity Fund Class I	158,592 shares	1,587,524	1,863,455
		TOTAL MUTUAL FUNDS	33,488,612	35,632,081
<u>Interest bearing cash</u>				
*	PNC Money Market	1,361,015 shares	1,361,015	1,361,015
		TOTAL MONEY MARKET FUNDS	1,361,015	1,361,015
		TOTAL INVESTMENTS	\$ 58,926,147	\$ 60,812,953

* Indicates party-in-interest to the Plan.

Schedule H, line 4j - Schedule of Reportable Transactions
Sud-Chemie Inc. Revised Retirement Plan — 004
EIN — 61-0536101

SUD-CHEMIE INC. REVISED RETIREMENT PLAN
SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
EMPLOYER IDENTIFICATION NUMBER: 61-0536101
PLAN NUMBER: 004
Year Ended December 31, 2012

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Asset (including Interest Rate and Maturity in case of a loan)	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category (i) - Single transaction in excess of five percent of Plan assets:						
US	USA Treasury Notes, 1.750%, 5/15/2022	\$ 3,437,886	\$ -	\$ 3,437,886	\$ 3,437,886	\$ -
US	USA Treasury Notes, .375%, 6/15/2015	\$ 2,868,917	\$ -	\$ 2,868,917	\$ 2,868,917	\$ -
US	USA Treasury Notes, .250%, 7/15/2015	\$ 2,867,925	\$ -	\$ 2,867,925	\$ 2,867,925	\$ -
INV	Invesco International Growth Fund Class R5	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
BLKRCK	Blackrock Funds Equity Dividend Institutional Class	\$ 4,200,000	\$ -	\$ 4,200,000	\$ 4,200,000	\$ -
DOD	Dodge & Cox International Stock Fund	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
DRI	Driehaus International Small Cap Growth Fund	\$ 2,800,000	\$ -	\$ 2,800,000	\$ 2,800,000	\$ -
ABS	Absolute Strategies Fund	\$ 4,600,000	\$ -	\$ 4,600,000	\$ 4,600,000	\$ -
HAR	Harbor International Fund	\$ -	\$ 3,619,955	\$ 3,613,022	\$ 3,619,955	\$ 6,933
HAR	Harbor Fund Cap Appreciation	\$ -	\$ 5,412,763	\$ 4,446,465	\$ 5,412,763	\$ 966,298
MFS	MFS Value Fund Class I	\$ -	\$ 5,408,057	\$ 5,293,781	\$ 5,408,057	\$ 114,276
NUV	Nuveen Large Cap Value Fund Class I	\$ 4,000,000	\$ -	\$ 4,000,000	\$ 4,000,000	\$ -
NUV	Nuveen Large Cap Value Fund Class I	\$ -	\$ 4,195,506	\$ 3,773,637	\$ 4,195,506	\$ 421,869
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 4,000,000	\$ -	\$ 4,000,000	\$ 4,000,000	\$ -
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ -	\$ 4,331,665	\$ 4,000,000	\$ 4,331,665	\$ 331,665
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 4,220,000	\$ -	\$ 4,220,000	\$ 4,220,000	\$ -
PIMCO	Pimco Total Return Bond Fund Instl	\$ -	\$ 15,344,702	\$ 14,448,162	\$ 15,344,702	\$ 896,540
PNC	PNC Government Mortgage Fund Class I	\$ -	\$ 5,604,704	\$ 5,400,343	\$ 5,604,704	\$ 204,361
T ROWE PRICE	T Rowe Price Growth Stock	\$ -	\$ 5,273,805	\$ 4,746,307	\$ 5,273,805	\$ 527,498
T ROWE PRICE	T Rowe Price Equity Income Fund	\$ -	\$ 3,039,830	\$ 3,024,577	\$ 3,039,830	\$ 15,253
SEL	Selected American Shares- D	\$ -	\$ 4,737,363	\$ 4,535,315	\$ 4,737,363	\$ 202,048
Category (iii) - Series of transactions in excess of five percent of Plan assets:						
INV	Invesco International Growth Fund Class R5	\$ 4,662,294	\$ 300,000	\$ 4,933,778	\$ 4,962,594	\$ 28,816
BLKRCK	Blackrock Funds Equity Dividend Institutional Class	\$ 4,258,004	\$ 100,000	\$ 4,359,269	\$ 4,358,004	\$ (1,265)
DOD	Dodge & Cox International Stock Fund	\$ 4,704,633	\$ 575,000	\$ 5,220,153	\$ 5,279,633	\$ 59,480
DRI	Driehaus International Small Cap Growth Fund	\$ 2,800,000	\$ 50,000	\$ 2,846,659	\$ 2,850,000	\$ 3,341
HAR	Harbor Fund Cap Appreciation	\$ 316,000	\$ 5,722,763	\$ 4,997,869	\$ 6,038,763	\$ 1,040,894
MFS	MFS Value Fund Class I	\$ 768,509	\$ 5,683,057	\$ 6,319,846	\$ 6,451,566	\$ 131,720
NUV	Nuveen Large Cap Value Fund Class I	\$ 4,000,000	\$ 4,445,506	\$ 7,999,900	\$ 8,445,506	\$ 445,606
NUV	Nuveen Winslow Large Cap Growth Fund Class I	\$ 8,200,000	\$ 4,406,665	\$ 12,296,728	\$ 12,626,665	\$ 329,937
PIMCO	Pimco Total Return Bond Fund Instl	\$ 1,783,443	\$ 15,704,702	\$ 16,577,771	\$ 17,488,145	\$ 910,374
PNC	PNC Government Mortgage Fund Class I	\$ 942,259	\$ 6,204,704	\$ 6,923,645	\$ 7,146,963	\$ 223,318
T ROWE PRICE	T Rowe Price Growth Stock	\$ 491,000	\$ 5,584,805	\$ 5,520,268	\$ 6,075,805	\$ 555,537
T ROWE PRICE	T Rowe Price Equity Income Fund	\$ 1,710,157	\$ 3,039,830	\$ 4,734,734	\$ 4,749,987	\$ 15,253
SEL	Selected American Shares- D	\$ 750,000	\$ 5,892,363	\$ 6,327,077	\$ 6,642,363	\$ 315,286
US	US Treasury Bonds, 5.375%, 2/15/2031	\$ 3,975,168	\$ 3,095,179	\$ 7,109,489	\$ 7,070,347	\$ (39,142)
US	USA Treasury Bonds, 4.500%, 8/15/2039	\$ 1,867,216	\$ 1,088,201	\$ 2,967,487	\$ 2,955,417	\$ (12,070)
US	USA Treasury Notes, 1.750%, 5/15/2022	\$ 3,437,886	\$ 3,316,496	\$ 6,794,279	\$ 6,754,382	\$ (39,897)
US	USA Treasury Notes, .375%, 6/15/2015	\$ 2,868,917	\$ 2,849,793	\$ 5,717,806	\$ 5,718,710	\$ 904
US	USA Treasury Notes, .250%, 7/15/2015	\$ 2,867,925	\$ 2,367,781	\$ 5,237,082	\$ 5,235,706	\$ (1,376)
PNC	PNC Money Market Fund	\$ 27,612,788	\$ 26,588,411	\$ 54,201,200	\$ 54,201,200	\$ -

Columns (e) and (f) omitted as not applicable.

There were no category (ii) or (iv) reportable transactions during 2012.