

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ 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>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES 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>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>08/20/1999</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>08/20/1999</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>08/20/1999</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>URS FEDERAL TECHNICAL SERVICES, INC</u> <u>20501 SENECA MEADOWS PKWY, STE 300</u> <u>GERMANTOWN, MD 20876</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>51-0391628</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>301-944-3100</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>541990</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>51-0391628</u>	2c Sponsor's telephone number <u>301-944-3100</u>	2d Business code (see instructions) <u>541990</u>	
2b Employer Identification Number (EIN) <u>51-0391628</u>					
2c Sponsor's telephone number <u>301-944-3100</u>					
2d Business code (see instructions) <u>541990</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	10/16/2013 Date	ROBERT RUDISIN Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	10/16/2013 Date	ROBERT RUDISIN 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 4943
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	1271
b Retired or separated participants receiving benefits.....	6b	1389
c Other retired or separated participants entitled to future benefits.....	6c	2140
d Subtotal. Add lines 6a , 6b , and 6c	6d	4800
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	154
f Total. Add lines 6d and 6e	6f	4954
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 1E 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: 4A		
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
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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>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>URS FEDERAL TECHNICAL SERVICES, INC</u>	D Employer Identification Number (EIN) <u>51-0391628</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>203586794</u></td></tr><tr><td>b Actuarial value</td><td>2b</td><td><u>201284581</u></td></tr></table>	a Market value	2a	<u>203586794</u>	b Actuarial value	2b	<u>201284581</u>																		
a Market value	2a	<u>203586794</u>																							
b Actuarial value	2b	<u>201284581</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>1411</u> <u>75068288</u></td></tr><tr><td>b For terminated vested participants.....</td><td>3b</td><td><u>2175</u> <u>51796985</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>1488369</u></td></tr><tr><td> (2) Vested benefits.....</td><td>3c(2)</td><td><u>67993692</u></td></tr><tr><td> (3) Total active</td><td>3c(3)</td><td><u>1359</u> <u>69482061</u></td></tr><tr><td>d Total</td><td>3d</td><td><u>4945</u> <u>196347334</u></td></tr></table>		(1) Number of participants	(2) Funding Target	a For retired participants and beneficiaries receiving payment.....	3a	<u>1411</u> <u>75068288</u>	b For terminated vested participants.....	3b	<u>2175</u> <u>51796985</u>	c For active participants:			(1) Non-vested benefits.....	3c(1)	<u>1488369</u>	(2) Vested benefits.....	3c(2)	<u>67993692</u>	(3) Total active	3c(3)	<u>1359</u> <u>69482061</u>	d Total	3d	<u>4945</u> <u>196347334</u>
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d Total	3d	<u>4945</u> <u>196347334</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																			
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5	Effective interest rate	5	<u>7.04 %</u>																						
6	Target normal cost.....	6	<u>5704420</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	
Signature of actuary	Date
<u>RYAN G. COX, EA, MAAA</u>	<u>11-07326</u>
Type or print name of actuary	Most recent enrollment number
<u>MERCER</u>	<u>303-376-0800</u>
Firm name	Telephone number (including area code)
<u>1225 17TH STREET, SUITE 1300</u> <u>DENVER, CO 80202-5534</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)	0	9156876
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	9156876
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>6.39</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		6909146
b Interest on (a) using prior year's effective interest rate of <u>5.97</u> % except as otherwise provided (see instructions)		441494
c Total available at beginning of current plan year to add to prefunding balance		7350640
d Portion of (c) to be added to prefunding balance		7283414
12 Other reductions in balances due to elections or deemed elections	0	2346167
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	4937247

Part III Funding Percentages		
14 Funding target attainment percentage	14	100.00 %
15 Adjusted funding target attainment percentage	15	102.51 %
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	80.01 %
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
10/05/2012	3641707				
01/16/2013	4000000				
04/16/2013	4000000				
07/10/2013	4000000				
09/10/2013	4000000				
			Totals ►	18(b)	19641707
				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	18021638
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

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 0
22 Weighted average retirement age				22 63
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	5704420	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:			
a Net shortfall amortization installment	Outstanding Balance	Installment	
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	5704420	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	3641707	3641707
36 Additional cash requirement (line 34 minus line 35)	36	2062713	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	18021638	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	15958925	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	3641707	
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>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>URS FEDERAL TECHNICAL SERVICES, INC</u>	D Employer Identification Number (EIN) <u>51-0391628</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

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

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

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?
13	NONE	474042	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(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	NONE	500207	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MERCER GLOBAL INVESTMENTS MGI

30-0282430

(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?
51	NONE	325289	Yes ☒ No ☐	Yes ☒ No ☐	0	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)

GRANT THORNTON LLP

36-6055558

(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	NONE	20907	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

US BANK

41-6271370

(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	NONE	49416	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>URS FEDERAL TECHNICAL SERVICES, INC</u>	D Employer Identification Number (EIN) <u>51-0391628</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI CORE PASSIVE FIXED INCOME</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>03-0566612-007</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10611360</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI CORE OPPORTUNISTIC FIXED INCOME</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>03-0566615-006</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>19035588</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI NON-US CORE EQUITY</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>03-0566617-009</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28465496</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI US LARGE CAP PASSIVE EQUITY</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>03-0566613-005</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>16954505</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI LONG DURATION FIXED INCOME</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>04-7014330-008</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>11398400</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI LONG DURATION INVESTMENT GRADE</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>26-6700496-016</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>15998651</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MGI LONG DURATION PASSIVE FIXED</u>				
b Name of sponsor of entity listed in (a): <u>MERCER GLOBAL INVESTMENTS, INC.</u>				
c EIN-PN <u>51-0560117-010</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>11412146</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: MGI US LARGE CAP GROWTH EQUITY		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 03-0566610-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16847400
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI US LARGE CAP VALUE EQUITY		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 03-0566609-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16988161
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI US SM/MID CAP GROWTH EQUITY		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 03-0566611-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4630064
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI SM/MID CAP VALUE EQUITY		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 03-0566616-004	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 4620806
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI ULTRA LONG DURATION III		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 84-1724769-013	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2077321
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI ULTRA LONG DURATION PORTFOLIO I		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 84-1724765-011	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3691920
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI ULTRA LONG DURATION II		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 84-1724768-012	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2024958
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI LOW VOLATILITY EQUITY CT		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 35-7004395-018	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 17254738
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI EMERGING MARKETS CT		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 32-6219484-017	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 7571173
a Name of MTIA, CCT, PSA, or 103-12 IE: MGI ACTIVE LONG CORP INV PORTFOLIO		
b Name of sponsor of entity listed in (a): MERCER GLOBAL INVESTMENTS, INC.		
c EIN-PN 45-6178743-004	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 36196991

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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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>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>URS FEDERAL TECHNICAL SERVICES, INC</u>	D Employer Identification Number (EIN) <u>51-0391628</u>	

Part I	Asset and Liability Statement
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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)	13269404	16000000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	746596	877734
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	192971953	225779677
(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)		
(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	206987953	242657411

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	344860	378409
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	344860	378409

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	206643093	242279002
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	19641707	
(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)		19641707
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(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)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	42673973	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	42673973	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		27238411
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		46880118

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	8796438	
(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)		8796438
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)	521114	
(2) Contract administrator fees	2i(2)	474342	
(3) Investment advisory and management fees	2i(3)	930469	
(4) Other	2i(4)	521846	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		2447771
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		11244209

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		35635909
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: GRANT THORNTON LLP

(2) EIN: 36-6055558

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	
4c			
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	
4d			
e Was this plan covered by a fidelity bond?	X		10000000
4e			
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	
4f			
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	
4g			
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	
4h			
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		
4i			
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		
4j			
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	
4k			
l Has the plan failed to provide any benefit when due under the plan?		X	
4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

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

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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

A Name of plan <u>URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>URS FEDERAL TECHNICAL SERVICES, INC</u>	D Employer Identification Number (EIN) <u>51-0391628</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>41-6271370</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>0</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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:

Stock: 50% Investment-Grade Debt: 45% High-Yield Debt: 1% Real Estate: 0% Other: 4%

- 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):



Report of Independent Certified Public Accountants

Plan Administrator and Participants of
URS Federal Technical Services, Inc.
Employees Retirement Plan

Grant Thornton LLP
One Cleveland Center
1375 E. 9th Street, Suite 1500
Cleveland, OH 44114-1739
T 216.771.1400
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Report on the financial statements

We were engaged to audit the accompanying financial statements of URS Federal Technical Services, Inc. Employees Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, and the related notes to the financial statements.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of and for the years ended December 31, 2012 and 2011, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

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

Supplementary information

The supplemental schedule of assets (held at end of year) as of December 31, 2012 and the supplemental schedule of reportable transactions for the year ended December 31, 2012 are presented for purposes of additional analysis and are not a required part of the financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the certified information described in Note 4, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Cleveland, Ohio
October 10, 2013

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN #51-0391628, Plan #002

December 31, 2012

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current value
	First American Prime Obligation Fund CI Y	Money market fund	877,734
*	MGI Non US Core Equity Portfolio	Collective trust fund	28,465,496
*	MGI Core Opportunistic Fixed Income Portfolio	Collective trust fund	19,035,588
*	MGI US Large Cap Value Equity Portfolio	Collective trust fund	16,988,161
*	MGI US Large Cap Growth Equity Portfolio	Collective trust fund	16,847,400
*	MGI Core Passive Fixed Income Portfolio	Collective trust fund	10,611,360
*	MGI US Small/Mid Cap Growth Equity Portfolio	Collective trust fund	4,630,064
*	MGI US Large Cap Core Passive Equity Portfolio	Collective trust fund	16,954,505
*	MGI Long Duration Fixed Income Portfolio	Collective trust fund	11,398,400
*	MGI Long Duration Investment Grade Portfolio	Collective trust fund	15,998,651
*	MGI Long Duration Passive Fixed Income Portfolio	Collective trust fund	11,412,146
*	MGI Ultra Long Duration Portfolio	Collective trust fund	2,077,321
*	MGI Ultra Long Duration Portfolio I	Collective trust fund	3,691,920
*	MGI Ultra Long Duration Portfolio II	Collective trust fund	2,024,957
*	MGI Low Volatility Equity Ct	Collective trust fund	17,254,738
*	MGI Emerging Market Ct	Collective trust fund	7,571,173
*	MGI Active Long Corp Inv Portfolio	Collective trust fund	36,196,991
*	MGI US Small/Mid Cap Value Portfolio	Collective trust fund	4,620,806
Total Assets			226,657,411

* Represents a party-in-interest, as defined by ERISA

The accompanying notes are an integral part of this schedule.

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
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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 URS Federal Technical Services, Inc. Employees Retirement Plan	B Three-digit plan number (PN) <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF URS Federal Technical Services, Inc.	D Employer Identification Number (EIN) 51-0391628
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 203,586,794
	b Actuarial value	2b 201,284,581
3	Funding target/participant count breakdown:	
	a For retired participants and beneficiaries receiving payment.....	3a 1,411
	b For terminated vested participants.....	3b 2,175
	c For active participants:	
	(1) Non-vested benefits	3c(1) 1,488,369
	(2) Vested benefits	3c(2) 67,993,692
	(3) Total active.....	3c(3) 1,359
	d Total.....	3d 4,945
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 7.04 %
6	Target normal cost	6 5,704,420

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 RYAN G. COX, EA, MAAA Type or print name of actuary MERCER Firm name 1225 17TH STREET, SUITE 1300 DENVER CO 80202-5534 Address of the firm	 Date 11-07326 Most recent enrollment number (303) 376-0800 Telephone number (including area code)
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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

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 0
22 Weighted average retirement age				22 63
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	5,704,420	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	0	0	
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	5,704,420	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	3,641,707	3,641,707
36 Additional cash requirement (line 34 minus line 35).....	36	2,062,713	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	18,021,638	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	15,958,925	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	3,641,707	
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, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 63.

Less Than 30 Years of Service at Retirement			More Than 30 Years of Service at Retirement		
(A)	(B)	(C)	(D)	(E)	(F)
Retirement age	Number of Employees Expected to Retire	(A) X (B)	Retirement Age	Number of Employees Expected to Retire	(D) X (E)
55	20	1,100	55	10	550
56	49	2,744	56	10	560
57	65	3,705	57	10	570
58	61	3,538	58	10	580
59	56	3,304	59	29	1,711
60	52	3,120	60	93	5,580
61	70	4,270	61	84	5,124
62	63	3,906	62	226	14,012
63	85	5,355	63	106	6,678
64	72	4,608	64	127	8,128
65	81	5,265	65	177	11,505
66	65	4,290	66	24	1,584
67	52	3,484	67	94	6,298
68	42	2,856	68	0	0
69	33	2,277	69	0	0
70	134	9,380	70	0	0
Total	1,000	63,202	Total	1,000	62,880
Sum of (C) and (F) Divided By			126,082 /		
Age 55 Exposure			2,000		
(Rounded to the Nearest Whole Year)			63		

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial Assumptions for January 1, 2012 Funding Valuation****Discount rate sponsor elections**

• Segment rates or full yield curve	Segment rates	
• Look-back months	0	
	<u>Stabilized</u>	<u>Non-Stabilized</u>
• First 5 years	5.54%	1.98%
• Next 15 years	6.85%	5.07%
• Over 20 years	7.52%	6.19%

Mortality sponsor elections

• Healthy participants	Section 430(h)(3) prescribed separate static annuitant and nonannuitant mortality tables. These tables are based on the RP-2000 mortality tables projected with mortality improvement to the valuation year plus 7 and 15 years based on Scale AA.
• Pre-1995 disabilities	Not applicable
• Post-1994 disabilities	Revenue Ruling 96-7 table for participants who became disabled after 1994 and are eligible for Social Security disability benefits

Other economic assumptions

• Salary increases	Rates vary by age. See table of sample rates.
• Social Security Wage Base	3.80% per year
• Inflation	2.80% per year
• Expected investment return	8.00% per year prior to 2011; 7.50% per year beginning in 2011
• Expenses	\$1,875,000 added to current year normal cost.

Demographic assumptions

• Withdrawal	See table of sample rates.
• Disability incidence	See table of sample rates. 100% of participants becoming disabled are assumed to be eligible for Social Security disability benefits.
• Retirement	See table of sample rates.

Benefit commencement age for

• Future retirees	Immediate commencement
• Future vested deferred	Social Security Normal Retirement Age
• Current vested deferred	Social Security Normal Retirement Age

Spouse assumptions

	<u>Male participants</u>	<u>Female participants</u>
• Percentage married	85%	85%
• Spouse age difference	3 years younger	3 years older

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

Form of payment	<u>Single Life</u>	<u>50% J&S</u>	<u>100% J&S</u>
	<u>Annuity</u>		
• Active retirements	40%	25%	35%
• Future vested deferred	50%	30%	20%
• Future disabilities	100%	0%	0%
• Future deaths	0%	100%	0%
• Current vested deferred	50%	30%	20%
Unpredictable contingent event assumptions	Not applicable.		

Table of Sample Rates

Attained age	Percentage				
	Withdrawal		Disability incidence		Salary increases
	Male	Female	Male	Female	
20	12.97%	12.97%	0.06%	0.06%	8.14%
25	11.36%	11.36%	0.09%	0.10%	7.13%
30	9.59%	9.59%	0.13%	0.17%	6.23%
35	8.01%	8.01%	0.20%	0.25%	6.18%
40	7.15%	7.15%	0.31%	0.36%	5.90%
45	6.47%	6.47%	0.51%	0.52%	5.91%
50	5.65%	5.65%	0.83%	0.85%	5.25%
55	4.64%	4.64%	1.50%	1.49%	3.96%
60	0.00%	0.00%	2.27%	1.79%	2.36%
65	0.00%	0.00%	3.03%	2.10%	2.36%

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

Attained age	Percentage	
	Retirement	
	Less than 30 Years of Service	Greater than or equal to 30 Years of Service
Under 55	0%	0%
55	2%	1%
56	5%	1%
57	7%	1%
58	7%	1%
59	7%	3%
60	7%	10%
61	10%	10%
62	10%	30%
63	15%	20%
64	15%	30%
65	20%	60%
66	20%	20%
67-69	20%	100%
70 and above	100%	100%

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

Actuarial Methods

Asset Methods

The asset valuation method is an average of the adjusted market value for each year during the last 24 months preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110% and no less than 90% of the fair market value, as defined in IRC Section 430.

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant Methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.

Minimum Funding Methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual is the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.

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

- This plan provides disability benefits that are only partially based on a participant's accrued benefit or years of service. This benefit is allocated to funding target based on the accrued benefit on the valuation date plus a portion of the excess of the benefit over the accrued benefit multiplied by the ratio of the participant's service at the beginning of the plan year to their service at each decrement age. This benefit is allocated to target normal cost based on the proportionate benefit attributable to the increase in the participant's service and compensation during the plan year.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

Schedule SB, Part V — Summary of Plan Provisions***Benefits Included or Excluded***

Unless noted below, all benefits provided by the plan, as restated and amended through Amendment #8, are included in this valuation.

- **Most recent plan amendments included:** Amendment #8
- **Plan amendments excluded:** None
- **Late retirement increases:**
 - *Active participants:* Current active participants who turned age 65 prior to September 1, 2007 are valued including the late retirement actuarial increase.
 - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including the late retirement actuarial increase.
- **Internal Revenue Code limitations:** The limitations of Internal Revenue Code Section 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60% of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.
- **IRC Section 436 benefit restrictions:**
 - *Unpredictable contingent event benefits:* This valuation excludes restricted contingent event benefits that occurred before the valuation date but includes contingent event benefits which are expected to occur on or after the valuation date regardless of anticipated funding-based limitations.
 - *Plan amendments:* See above.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.
- **Scheduled benefit increases:** Scheduled benefit increases effective after the end of the current plan year are excluded from minimum funding requirements.
- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

Schedule SB, Part V — Summary of Plan Provisions**Summary of Major Plan Provisions**

Effective date and plan year	Original plan: August 20, 1999 Restated plan: January 1, 2007, as amended through the Eighth Amendment Plan year: January 1 to December 31
Status of the plan	The plan has ongoing benefit accruals. The plan was closed to new entrants as of July 1, 2003.
Significant events that occurred during the year	Mercer is not aware of any significant events that occurred during the year.
Definitions	
• Covered employees	All employees who are not members of a collective bargaining unit represented by a union, or who are members of a collective bargaining unit which specifically provides for benefits under this plan. Additionally, individuals who were participants in the Plan who transferred from EG&G Technical Services to JT3, LLC are included in the Plan as long as they are employed by JT3, LLC. Employees covered by a Service Contract Act are excluded. The plan was closed to new entrants as of July 1, 2003.
• Participation	One year of service from date of hire.
• Employee contributions	Not applicable.
• Vesting service	One year for each 1,000-hour anniversary year of employment.

Schedule SB, Part V — Summary of Plan Provisions

-
- **Credited service** The period of service (excluding layoffs, employment with affiliate or subsidiary which is not an employer and leaves of absence except for military or medical leaves) from the date of employment. 1/12 year of credit accrues for each calendar month of employment, or, in the case of a part-time employee, for each 173-1/3 hours worked. In no case shall a participant accrue more than 1 year of service during a calendar year.

The following subsidiaries have varying dates for accruing service credit:

	Subsidiary	Date credited service begins
	FETC SOPSS Contract	01/01/1981
	Dynatrend	06/01/1989
	Dynatrend Unisys	06/01/1989
	MSI	07/01/1989
	Dynatrend Customs	08/27/1990
	MSI – Ratscat	10/01/1990
	MSI – Armte Nonunion	10/01/1990
	MSI – Armte	10/01/1990
	Langley	01/01/1994
	Fort McClelland	01/01/1994
	Tech Support Services	01/01/1994
	MSI Albuquerque Operations	01/01/1994
	EPA Emissions Testing Contract	08/01/1997
	Ft. Leonard Wood Contract	11/25/1998
	HQ Staff Manassas	01/16/1999
	FETC CHIPS Contract	06/17/1999
	P3EA Contract and G&A Staff	06/17/1999
	Gaithersburg Technical Services HQ Employees	08/20/1999
	Norfolk ServMart Contract	11/15/1999
	National Radar Testing Facility	01/01/2001
• Pensionable earnings	Salary plus commissions, excluding bonus and overtime.	
• Average earnings	The average of the highest five consecutive years of Pensionable Pay during the ten-year period ending on the earlier of the participant's termination date, retirement date or December 31, 2003 (used to calculate the Pre-2004 benefit).	

Schedule SB, Part V — Summary of Plan Provisions

• Social Security Wage Base	The maximum amount of wages subject to Social Security taxes (\$110,100 for 2012).												
• Monthly pension benefit	<p>The greater of a. or b.:</p> <p>a. \$70.83</p> <p>b. One-twelfth the sum of i., ii., and iii.</p> <p>i. 65 percent of Earnings for each year, plus</p> <p>ii. 65 percent of Earnings in excess of $\frac{1}{2}$ of the Social Security Wage Base, for each year, maximum 35 years; and</p> <p>iii. Pre-2004 benefit</p>												
• Pre-2004 monthly pension benefit	<p>One-twelfth the sum of i. and ii.</p> <p>i. 85 percent of Average Earnings multiplied by Credited Service; and</p> <p>ii. 75 percent of Average Earnings in excess of the Social Security Tax Base, multiplied by Credited Service up to 35 years.</p> <p>Frozen as of December 31, 2003 with (i) referred to as the Base Benefit and (ii) referred to as the Excess Benefit.</p>												
• Social Security Normal Retirement Age (SSNRA)	<p>Based on year of birth:</p> <table> <tr> <th></th><th>Age</th></tr> <tr> <td>1937 and earlier</td><td>65</td></tr> <tr> <td>1938 through 1942</td><td>65 plus 2 months per year</td></tr> <tr> <td>1943 through 1954</td><td>66</td></tr> <tr> <td>1955 through 1959</td><td>66 plus 2 months per year</td></tr> <tr> <td>1960 and later</td><td>67</td></tr> </table>		Age	1937 and earlier	65	1938 through 1942	65 plus 2 months per year	1943 through 1954	66	1955 through 1959	66 plus 2 months per year	1960 and later	67
	Age												
1937 and earlier	65												
1938 through 1942	65 plus 2 months per year												
1943 through 1954	66												
1955 through 1959	66 plus 2 months per year												
1960 and later	67												
Normal retirement													
• Eligibility	First of the month coinciding with or next following the attainment of Social Security Retirement Age.												
• Benefit	Monthly pension benefit payable as of NRD.												
Early retirement													
• Eligibility	For employees who became participants prior to 1989, age 55 with ten years of Vesting Service. Otherwise, not more than ten years prior to the employee's NRD, providing the employee has ten years of Vesting Service at such date.												

Schedule SB, Part V — Summary of Plan Provisions

• Benefit	Monthly pension benefit determined as of early retirement date, reduced as shown below for each year that commencement of payment precedes NRD.			
		Career average accruals and pre-2004 (less than 30 years of service)	Pre-2004 benefit (more than 30 years of service)	
	Years prior to normal retirement date ¹			
			Base	Excess
	1	6.7%	0.0%	6.7%
	2	13.3%	0.0%	13.3%
	3	20.0%	0.0%	20.0%
	4	26.7%	8.4%	26.7%
	5	33.3%	16.8%	33.3%
	6	36.7%	21.0%	36.7%
	7	40.0%	25.2%	40.0%
	8	43.3%	29.4%	43.3%
	9	46.7%	33.6%	46.7%
	10	50.0%	37.8%	50.0%
	11	55.0%	42.0%	55.0%
	12	60.0%	46.2%	60.0%
Late retirement				
• Eligibility	Retirement after NRD.			
• Benefit	Monthly pension benefit determined as of actual retirement date.			
Deferred vested				
• Eligibility	Termination for reasons other than death or retirement after completing five years of Vesting Service or after completing one year of Vesting Service and attaining age 45.			
• Benefit	Monthly pension benefit determined as of termination date, payable as of the participant's NRD.			
Disability				
• Eligibility	Become a disabled participant after completing ten years of Vesting Service. A disabled participant is a participant who is eligible to receive benefits under Title II of the Federal Social Security Act.			
• Benefit	The benefit accrued to NRD payable at NRD. Credited service continues during the disability period; earnings are assumed to continue at rate in effect prior to disability.			

¹ Reductions are based on years prior to age 65 for those employees who became participants prior to 1989

Schedule SB, Part V — Summary of Plan Provisions

Pre-retirement death	
• Eligibility	Death while eligible for Deferred Vested, Early, Normal or Postponed Retirement, with a surviving spouse.
• Benefit prior to early retirement	Spouse's benefit is payable on the date the participant would have reached normal retirement age and is equal to 50% of the accrued benefit reduced for the election of the 50% joint and survivor option.
• Benefit after early but before normal retirement	Spouse's benefit is equal to the spouse's portion of the 50% joint and survivor benefit payable to the employee as if he or she had elected early retirement on the day of death.
• Benefit after normal retirement	Spouse's benefit is equal to the spouse's portion of the 50% joint and survivor benefit payable to the employee as if he or she had retired on the day of death.
Form of benefits	
• Automatic form for unmarried participants	Life annuity
• Automatic form for married participants	50% joint and survivor annuity
• Optional forms	<ul style="list-style-type: none"> • 50%, 75%, and 100% joint and survivor (survivor need not be the spouse) • 10 year certain and life annuity • Social Security level income annuity • Life annuity
• Optional form conversion factors	Actuarial Equivalence based on an interest rate of 7% and the 1971 Group Annuity Mortality Table with no loading projected by Scale E, with a one-year age setback for the Participant and a five-year age setback for any Beneficiary. Social Security level income option (SSLIO) actuarial equivalence is based on the better of the above basis or the Applicable Mortality Table and the Applicable Interest Rate determined in accordance with the Pension Protection Act.

Schedule SB, Part V — Summary of Plan Provisions

Miscellaneous	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2012, the limit is \$250,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2012, the limit is \$200,000.
• Administration	Administered by URS Federal Technical Services, Inc.
• Funding medium	Trust

Plan Provision Changes Since Prior Valuation

Maximum compensation amounts and maximum benefit amounts under IRS rules were updated from 2011 to 2012.

Schedule SB, line 24 — Change in Actuarial Assumptions

- The expense assumption was updated from \$1,550,000 to \$1,875,000.
- The withdrawal rates, retirement rates and form of payment assumption were updated to better reflect plan experience.
- The form of payment assumptions were updated as follows based on a review of plan experience and expected future participant elections:

Prior

Form of Payment	<u>Single Life annuity</u>	<u>50% J&S</u>	<u>100% J&S</u>
• Active Retirements	35%	25%	40%
• Future vested deferred	50%	25%	25%
• Future disabilities	100%	0%	0%
• Future deaths	0%	100%	0%
• Current vested deferred	50%	25%	25%

Current

Form of Payment	<u>Single Life annuity</u>	<u>50% J&S</u>	<u>100% J&S</u>
• Active Retirements	40%	25%	35%
• Future vested deferred	50%	30%	20%
• Future disabilities	100%	0%	0%
• Future deaths	0%	100%	0%
• Current vested deferred	50%	30%	20%

Schedule SB, line 26 — Schedule of Active Participant Data

Attained age	Years of credited service										
	Under 1	1–4	5–9	10–14	15–19	20–24	25–29	30–34	35–39	40 & up	Total
Under 25											
25–29			4	1							5
30–34	1	1	15	23 71,992							40
35–39		2	19	58 79,618	10						89
40–44		4	20 65,570	83 86,170	34 90,600	5					146
45–49	1	2	22 73,007	62 79,019	59 90,385	30 93,892	6				182
50–54		4	23 82,142	109 90,486	66 95,434	43 103,973	43 95,059	13			301
55–59	1	4	28 84,474	87 85,657	58 82,437	27 92,971	50 101,992	23 92,805			278
60–64		2	22 81,039	50 86,974	51 88,990	19	24 94,580	25 90,996	4	2	199
65–69	1	3	10	21 85,797	13	17	17	12	1	2	97
70 & up			3	6	6	5	2				22
Total	4	22	166	500	297	146	142	73	5	4	1,359

In each cell, the top number is the count of active participants for each age/service combination and the bottom number is average pay for 2011 limited to \$245,000. Average pay is not shown for plans with less than 1,000 active participants or cells with fewer than 20 participants.

**URS FEDERAL TECHNICAL SERVICES, INC.
EMPLOYEES RETIREMENT PLAN**

Financial Statements and Report of Independent
Certified Public Accountants

December 31, 2012 and 2011

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Financial Statements

December 31, 2012 and 2011

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Report of Independent Certified Public Accountants

Plan Administrator and Participants of
URS Federal Technical Services, Inc.
Employees Retirement Plan

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Report on the financial statements

We were engaged to audit the accompanying financial statements of URS Federal Technical Services, Inc. Employees Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, and the related notes to the financial statements.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of and for the years ended December 31, 2012 and 2011, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

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

Supplementary information

The supplemental schedule of assets (held at end of year) as of December 31, 2012 and the supplemental schedule of reportable transactions for the year ended December 31, 2012 are presented for purposes of additional analysis and are not a required part of the financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the certified information described in Note 4, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Cleveland, Ohio
October 10, 2013

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Statements of Net Assets Available for Benefits

December 31, 2012 and 2011

	2012	2011
Assets		
Investments, at fair value	\$ 223,621,340	\$ 190,532,246
Net assets held in 401(h) account	\$ 3,036,071	\$ 3,186,303
Employer contributions receivable	\$ 16,000,000	\$ 13,269,404
Total Assets	\$ 242,657,411	\$ 206,987,953
Liabilities		
Accrued administrative fees	\$ 378,409	\$ 344,860
Amounts related to obligation of 401(h) account	\$ 3,036,071	\$ 3,186,303
Total Liabilities	\$ 3,414,480	\$ 3,531,163
Net Assets Available for Benefits	\$ 239,242,931	\$ 203,456,790

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Statements of Changes in Net Assets Available for Benefits

For the years ended December 31, 2012 and 2011

	2012	2011
Additions to Net Assets Attributable to:		
Net appreciation in fair value of collective funds	\$ 26,854,773	\$ 11,741,414
Employer contributions	19,641,707	13,269,404
Total additions	46,496,480	25,010,818
Deductions from Net Assets Attributable to:		
Benefits paid to participants	8,266,965	8,027,503
Administrative expenses	2,443,374	1,999,740
Total deductions from net assets	10,710,339	10,027,243
Net Increase	35,786,141	14,983,575
Net Assets Available for Benefits, beginning of year	203,456,790	188,473,215
Net Assets Available for Benefits, end of year	\$ 239,242,931	\$ 203,456,790

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

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 1 - DESCRIPTION OF PLAN

The following description of the URS Federal Technical Services, Inc. Employees Retirement Plan ("the Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General - The Plan, established on August 20, 1999, is a defined benefit pension plan covering all eligible employees of URS Federal Technical Services, Inc. (the "Company"), a wholly owned subsidiary of URS Corporation, as defined. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Plan was created in connection with EG&G-Carlyle Holdings Corporation's acquisition of PerkinElmer, Inc.'s Technical Services Division (name was subsequently changed to URS Federal Technical Services, Inc.). Effective August 20, 1999, employees of URS Federal Technical Services, Inc. that had participated in the PerkinElmer, Inc. Employees' Retirement Plan entered the Plan as eligible participants.

Administration - The Company serves as the Plan administrator (the "Administrator").

Eligibility - All employees of the Company hired before July 1, 2003 and with at least one year of service are eligible to participate in the Plan. Participants who: 1) are members of certain collective bargaining units or 2) are a Covered Contract Employee, as defined in the Plan document, are not eligible.

Pension Benefits - Participants are entitled to monthly pension benefits, upon normal retirement age (based on Social Security statutes and ranges from 65 to 67 depending on the participant's date of birth), equal to the greater of either 1) \$70.83 or 2) one-twelfth of the sum of:

- a) Determined as of December 31, 2003, 0.85 percent of an eligible Participant's Average Earnings, as defined by the Plan, multiplied by the participant's total Credited Service, plus an additional 0.75 percent of the Participant's Average Earnings in excess of the Social Security tax base multiplied by the participant's total Credited Service (up to a maximum of 35 years), as defined by the Plan, and
- b) Beginning January 1, 2004, 0.65 percent of the Participant's Earnings, as defined by the Plan, plus an additional 0.65 percent of the Participant's Earnings in excess of 50 percent of the Social Security wage base for the applicable year (up to a maximum of 35 years).

The Plan permits early retirement at age 55 and upon completing 10 years of service for participants who were in the Plan before 1989. For participants who joined the Plan in 1989 and after, the Plan permits early retirement within 10 years prior to a participant's normal retirement age and upon completing 10 years of service.

Participants become 100 percent vested in their normal monthly benefit upon attainment of age forty-five while in the employ of the Company or upon completion of five years of vesting service. At the time of retirement, if the actuarial present value of an employee's total pension is \$5,000 or less, the actuarial value of the employee's pension will be paid to the employee in a single lump sum. Otherwise, participants may elect to receive their pension benefits in the form of a qualified joint and survivor annuity, a life annuity payable monthly, or another acceptable method of payment, as defined in the Plan document.

Death Benefits - If an active employee dies after completing 5 years of service, or is over the age of 45, a death benefit is paid to the employee's beneficiary based on terms included in the Plan document.

Disability Retirement Benefits - Active employees who have completed 10 years of service and become permanently disabled receive disability benefit payments starting on the employee's normal retirement date. Disabled employees continue to accrue benefits and are considered active participants. Disability retirement benefit payments are payable at normal retirement date and are computed as though the employee had been employed to normal retirement age and as if their annual compensation remained the same as at the time they became disabled.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 1 - DESCRIPTION OF PLAN - CONTINUED

Administrative Expenses - Certain administrative expenses related to the Plan are paid by the Plan, as provided by the Plan document. The Company provides accounting and other administrative services to the Plan, at no charge.

Funding Policy - The Company's contributions to the Plan are designed to fund annual current service costs and are sufficient to satisfy the minimum requirement under ERISA for the years ended December 31, 2012 and 2011, including any discretionary contributions deemed necessary by the Company. Voluntary employee contributions are not permitted.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements have been prepared using the accrual basis of accounting in conformity with accounting principles generally accepted in the United States.

Valuation of Investments - Investments are reported at fair value. Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants, at the measurement date. See Note 3 for a description of fair value measurements under the Accounting Standards Codification ("ASC") 820.

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.

The Plan presents, in the statements of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of investments which consists of the realized gains and losses and the unrealized appreciation (depreciation) on those investments.

Payment of Benefits - Benefit payments are recorded upon distribution.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosures of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results may differ from these estimates.

Risks and Uncertainties - Investment securities are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect the amount reported in the statements 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 estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Recently Adopted Accounting Standards - In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update No. 2011-04, Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs (the ASU) to add new disclosures about quantitative information concerning significant unobservable inputs used in the fair value measurement that is categorized within Level 3 of the fair value hierarchy. This ASU was effective for periods beginning after December 15, 2011. Applicable provisions of the ASU were adopted in 2012, as required. The adoption of this guidance had no effect on the statements of net assets available for benefits or the statements of changes in net assets available for benefits.

NOTE 3 – FAIR VALUE MEASUREMENTS

FASB ASC 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

Level 1 - Quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

Level 2 - Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in inactive markets; inputs other than quoted prices that are observable for the asset or liability; and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs to the valuation model are unobservable and significant to the fair value measurement.

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

Following is a description of the valuation methodologies used for assets measured at fair value.

Money market fund: Valued at the exchange quoted net asset value ("NAV").

Collective trust funds: Valued at the NAV per unit of the fund, which is based on the fair value of the underlying investments.

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 a different fair value measurement at the reporting date.

There are no unfunded commitments related to the Plan's investments. All investments may be redeemed within 30 days, upon notification of the investment custodian and would be redeemed at the NAV, less transaction fees.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 3 – FAIR VALUE MEASUREMENT – CONTINUED

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:

	Level 1	Level 2	Level 3	Total
As of December 31, 2012				
Collective trust funds				
Large cap funds ^(a)	\$ -	\$ 50,790,067	\$ -	\$ 50,790,067
Small/Mid cap funds ^(b)	-	9,250,870	-	9,250,870
Fixed Income funds ^(c)	-	88,654,485	-	88,654,485
International funds ^(d)	-	53,291,406	-	53,291,406
Investment grade funds ^(e)	-	15,998,651	-	15,998,651
Other funds ^(f)	-	7,794,198	-	7,794,198
Total Collective trust funds	-	225,779,677	-	225,779,677
Money market fund	877,734	-	-	877,734
Total assets at fair value	\$ 877,734	\$ 225,779,677	\$ -	\$ 226,657,411

	Level 1	Level 2	Level 3	Total
As of December 31, 2011				
Collective trust funds				
Large cap funds ^(a)	\$ -	\$ 54,784,173	\$ -	\$ 54,784,173
Small/Mid cap funds ^(b)	-	7,856,474	-	7,856,474
Fixed Income funds ^(c)	-	55,205,175	-	55,205,175
International funds ^(d)	-	33,374,601	-	33,374,601
Investment grade funds ^(e)	-	34,265,650	-	34,265,650
Other funds ^(f)	-	7,485,880	-	7,485,880
Total Collective trust funds	-	192,971,953	-	192,971,953
Money market fund	746,596	-	-	746,596
Total assets at fair value	\$ 746,596	\$ 192,971,953	\$ -	\$ 193,718,549

- (a) The Large cap funds portfolio seeks to provide long-term capital appreciation, closely matching the return of the S&P 500, Russell 1000 Value & Russell 1000 Growth Index. The investments include US equities of varying risk characteristics with above average earnings and revenue growth expectations and those appearing undervalued.
- (b) The Small/Mid cap funds portfolio seeks to provide long-term total return comprised primarily of capital appreciation through matching, as closely as possible, the return of the Russell 2500 Value & Growth Indexes.
- (c) The Fixed Income funds portfolio seeks to provide current income and long-term capital preservation through matching, as closely as possible, the return of various indexes including the Barclays Capital Long Government/Credit Index and Barclays Capital Aggregate Index. The fund invests primarily in U.S. dollar-denominated investment grade and government securities and bonds.
- (d) The International funds portfolio seeks to provide returns comparable to the MSCI EAFE Index. Through long-term capital appreciation and income, the portfolio seeks to achieve its investment goal by investing its assets in all cap companies operating outside the US. Total exposure to emerging markets is typically 10-15%, inclusive of direct investment in emerging markets and exposure through other non-US equity funds.
- (e) The Investment grade funds portfolio seeks to provide broad exposure to US long duration investment grade credit while allowing for short term liquidity through investments in US Treasuries. The fund invests in a passively managed US long duration investment grade portfolio at a 90% weight and a passively managed US Long Treasury portfolio at a 10% weight and is benchmarked to 90% Barclays Capital US Long Credit Index/10% Barclays Capital Long Treasury.
- (f) The Other funds portfolio seeks to deliver a periodic return above 3-month LIBOR, with investment durations up to 35 years. The portfolio's investments consist of no leverage, fully collateralized interest rate swaps.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 4 - INVESTMENTS

The Plan's investments are held by a trust-administered custodial fund and are administered by U.S. Bank, National Association ("Trustee"). As permitted by Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the investment asset values including assets held in the 401(h) account and the related investment transactions, and net appreciation in fair value of collective funds as shown in the accompanying financial statements and supplemental schedules were certified by the Trustee to be complete and accurate as of and for the years ended December 31, 2012 and 2011, respectively. No audit procedures were performed on the information provided by the trustee except to compare such information to the related information included in the accompanying financial statements and supplemental schedules.

The following table presents the fair value of investments at December 31, 2012 and 2011. Investments that represent 5 percent or more of the Plan's net assets are separately identified.

	2012	2011
Collective trust funds		
MGI Non US Core Equity Portfolio	\$ 28,465,496	\$ 33,374,601
MGI Core Opportunistic Fixed Income Portfolio	19,035,588	16,229,988
MGI US Large Cap Value Equity Portfolio	16,988,161	16,593,649
MGI US Large Cap Growth Equity Portfolio	16,847,400	15,591,224
MGI Long Duration Fixed Income Portfolio	11,398,400	22,704,448
MGI Long Duration Investment Grade Portfolio	15,998,651	34,265,650
MGI US Large Cap Core Passive Equity Portfolio	16,954,505	22,599,300
MGI Low Volatility Equity Ct	17,254,738	-
MGI Active Long Corp Inv Portfolio	36,196,991	-
Other	46,639,747	31,613,093
Money market fund	877,734	746,596
	\$ 226,657,411	\$ 193,718,549

The Plan includes a medical-benefit component in addition to the normal retirement benefit to fund a portion of the postretirement obligation for retirees and their beneficiaries in accordance with Section 401(h) of the Internal Revenue Code (Note 9). Approximately 98.7 percent and 98.4 percent of the Plan's investments as of December 31, 2012 and 2011, respectively, are attributable to the normal retirement benefit while the remaining portion of the investments are attributable to the 401(h) post-retirement benefit.

NOTE 5 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions 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. Benefits under the Plan are based on employees' average earnings during their years of service. The accumulated plan benefits for active employees are based on their average compensation during the term of their service ending on the date as of which the benefit information is

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 5 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS – CONTINUED

presented (i.e., the valuation date). Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included in accumulated plan benefits to the extent they are deemed attributable to employee service rendered as of the valuation date. The actuarial present value of the accumulated plan benefits is determined by the Plan's actuary, Mercer Human Resource Consulting. This is the 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 significant actuarial assumptions used in the valuations as of December 31, 2011 and 2010 are as follows:

Mortality basis as of December 31, 2010:	Based on the RP 2000 White Collar Mortality Table projected to 2018
Discount rate as of December 31, 2010:	7.50%
Mortality basis as of December 31, 2011:	Based on the RP 2000 White Collar Mortality Table projected to 2018
Discount rate as of December 31, 2011:	7.50%
Retirement age:	Probabilities based upon age and service, ranging from 1% at age 55 to 100% at age 67; average retirement age is 63

The foregoing actuarial assumptions are based on the assumption that the Plan will continue. If the Plan was to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The actuarial present value of accumulated plan benefits as of December 31, 2011, as determined by the actuary is as follows:

Actuarial Present Value of Accumulated Vested Plan Benefits	
Participants currently receiving payments	\$ 72,484,360
Other participants	114,927,486
Total vested benefits	187,411,846
Actuarial Present Value of Accumulated Nonvested Plan Benefits	2,032,549
Total Actuarial Present Value of Accumulated Plan Benefits	\$ 189,444,395

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 5 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS - CONTINUED

The change in the actuarial present value of accumulated plan benefits for the year ended December 31, 2011, is as follows:

Actuarial Present Value of Accumulated Plan Benefits at December 31, 2010	\$ 180,230,012
Increase/(decrease) during the year attributable to:	
Benefits accumulated and actuarial (gains)/losses	6,041,945
Increase for interest due to decrease in discount period	13,191,134
Benefits paid	(8,027,503)
Change in actuarial assumptions	(1,991,193)
Actuarial Present Value of Accumulated Plan Benefits at December 31, 2011	\$ 189,444,395

The changes in actuarial assumptions include an update of withdrawal rates, retirement rates, and the form of payment assumption to better reflect Plan experience.

NOTE 6 - RELATED PARTY TRANSACTIONS

The Plan invests in units of collective funds managed by an affiliate of Mercer Trust Company ("Mercer"). Mercer acts as a trustee for only those investments as defined by the Plan. Transactions in such investments qualify as party-in-interest transactions. Fees paid by the Plan for investment management services amounted to \$1,203,227 and \$1,082,421 for the years ended December 31, 2012 and 2011, respectively.

NOTE 7 - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. If the Plan is terminated, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, to provide payment of benefits in the following order:

- a) Benefits, as determined by the provisions of the Plan five years prior to termination, due employees or their spouses who retired or were eligible for retirement three years prior to termination of the Plan.
- b) Benefits insured by the Pension Benefit Guaranty Corporation ("PBGC"), up to certain limitations (discussed below).
- c) All other vested benefits.
- d) Nonvested benefits.

Certain benefits under the Plan are insured by the 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. This ceiling is \$4,653 and \$4,500 for 2012 and 2011, respectively, and is adjusted annually, however if benefits have been increased within the five years before Plan termination, the whole amount of the Plan's benefit increase may not be guaranteed.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 7 - PLAN TERMINATION - CONTINUED

Whether all participants will receive vested 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 for accumulated benefit obligations and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC. Any balance remaining after satisfaction of all liabilities of the Plan shall be returned to the Company.

NOTE 8 - TAX STATUS

The Plan obtained a favorable determination letter dated April 16, 2010 from the Internal Revenue Service ("IRS") which stated that the Plan is qualified under section 401(a) of the Internal Revenue Code ("IRC") and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by 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 asset) or disclosure in the financial statements. The Plan is subject to routine audits by the IRS; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

NOTE 9 - 401(H) ACCOUNT

The Plan includes a medical-benefit component in addition to the normal retirement benefits to fund a portion of the postretirement obligations for retirees and their beneficiaries in accordance with Section 401(h) of the IRC. A separate account, known as the Retiree Health Plan Account, has been established and maintained in the Plan for the net assets related to the medical-benefit component ("401(h) account"). In accordance with IRC Section 401(h), the 401(h) account may not be used for, or diverted to any purpose other than providing for the payment of certain medical expenses for retirees and their beneficiaries. Any assets transferred to the 401(h) account from the Plan in a qualified transfer of excess Plan assets (and any income allocable thereto) that are not used during the plan year must be transferred out of the account to the Plan. The related obligations for health benefits are not included in this Plan's accumulated plan benefit obligations but are reflected as obligations in the financial statements of the health and welfare benefit plan. Plan participants do not contribute to the 401(h) account. Employer contributions or qualified transfers to the 401(h) account are determined annually and are at the discretion of the Plan sponsor. Certain of the Plan's net assets are restricted to fund a portion of postretirement health benefits for retirees and their beneficiaries in accordance with IRC Section 401(h).

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2012 and 2011

NOTE 10 - RECONCILIATION TO THE FORM 5500

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

	2012	2011
Net assets available for benefits per the financial statements	\$ 239,242,931	\$ 203,456,790
Net assets held in 401(h) account included as assets in Form 5500	3,036,071	3,186,303
Net assets available for benefits per the Form 5500	\$ 242,279,002	\$ 206,643,093

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

	Amounts per Financial Statements	401(h) Account	Amounts per Form 5500
Net appreciation in fair value of investments	\$ 26,854,773	\$ 383,638	\$ 27,238,411
Benefits paid to participants	8,266,965	529,473	8,796,438
Administrative expenses	2,443,374	4,397	2,447,771

NOTE 11 – SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 10, 2013, the date the financial statements were made available to be issued. No subsequent events were noted that impacted the accompanying financial statements or disclosures.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN #51-0391628, Plan #002

December 31, 2012

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current value
	First American Prime Obligation Fund CI Y	Money market fund	877,734
*	MGI Non US Core Equity Portfolio	Collective trust fund	28,465,496
*	MGI Core Opportunistic Fixed Income Portfolio	Collective trust fund	19,035,588
*	MGI US Large Cap Value Equity Portfolio	Collective trust fund	16,988,161
*	MGI US Large Cap Growth Equity Portfolio	Collective trust fund	16,847,400
*	MGI Core Passive Fixed Income Portfolio	Collective trust fund	10,611,360
*	MGI US Small/Mid Cap Growth Equity Portfolio	Collective trust fund	4,630,064
*	MGI US Large Cap Core Passive Equity Portfolio	Collective trust fund	16,954,505
*	MGI Long Duration Fixed Income Portfolio	Collective trust fund	11,398,400
*	MGI Long Duration Investment Grade Portfolio	Collective trust fund	15,998,651
*	MGI Long Duration Passive Fixed Income Portfolio	Collective trust fund	11,412,146
*	MGI Ultra Long Duration Portfolio	Collective trust fund	2,077,321
*	MGI Ultra Long Duration Portfolio I	Collective trust fund	3,691,920
*	MGI Ultra Long Duration Portfolio II	Collective trust fund	2,024,957
*	MGI Low Volatility Equity Ct	Collective trust fund	17,254,738
*	MGI Emerging Market Ct	Collective trust fund	7,571,173
*	MGI Active Long Corp Inv Portfolio	Collective trust fund	36,196,991
*	MGI US Small/Mid Cap Value Portfolio	Collective trust fund	4,620,806
Total Assets			226,657,411

* Represents a party-in-interest, as defined by ERISA

The accompanying notes are an integral part of this schedule.

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Schedule H, Line 4j - Schedule of Reportable Transactions

EIN 51-0391628, Plan #002

For the year ended December 31, 2012

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The accompanying notes are an integral part of this schedule.

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
BEGINNING MARKET VALUE					193,718,549.43		
COMPARATIVE VALUE (5%)					9,685,927.47		
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE							
Issue: 31846V104 - First Amer Prime Oblig Fund CI Y							
12/05/2012	B	16,788,219.120	1.0000		- 16,788,219 *	16,788,219	
12/06/2012	S	- 16,801,107.870	1.0000		16,801,108 *	16,801,108	
Issue: 9SPMTGN20 - Mgi Long Duration Fixed Income							
05/09/2012	S	- 954,653.938	16.7600		16,000,000 *	12,229,608	3,770,392
Issue: 9SPMTGN95 - Mgi Long Duration Investment Grade							
05/31/2012	S	- 750,000.000	15.9200		11,940,000 *	7,816,685	4,123,315
Issue: 9SPMTHAD8 - Mgi Low Volatility Equity Ct							
11/06/2012	B	1,680,110.787	10.0000		- 16,801,108 *	16,801,108	
Issue: 9SPMTH5T9 - Mgi Active Long Corp Inv Portfolio							
05/09/2012	B	1,392,515.231	11.4900		- 16,000,000 *	16,000,000	
05/31/2012	B	874,892.148	11.5900		- 10,140,000 *	10,140,000	
GRAND TOTAL				0	104,470,435	96,576,728	7,893,707

CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION

CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE

Issue: 31846V104 - First Amer Prime Oblig Fund CI Y

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2012	B	145.760	1.0000		- 146	146	
01/09/2012	B	179.850	1.0000		- 180	180	
01/10/2012	B	272.810	1.0000		- 273	273	
01/12/2012	B	3,052,292.000	1.0000		- 3,052,292	3,052,292	
01/20/2012	B	229.360	1.0000		- 229	229	
01/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
01/31/2012	B	358.450	1.0000		- 358	358	
02/17/2012	B	5,722.350	1.0000		- 5,722	5,722	
02/22/2012	B	900,000.000	1.0000		- 900,000	900,000	
02/24/2012	B	763.000	1.0000		- 763	763	
02/29/2012	B	17.340	1.0000		- 17	17	
03/01/2012	B	159.860	1.0000		- 160	160	
03/23/2012	B	700,000.000	1.0000		- 700,000	700,000	
03/27/2012	B	2,724,521.000	1.0000		- 2,724,521	2,724,521	
04/11/2012	B	3,719,290.000	1.0000		- 3,719,290	3,719,290	
04/18/2012	B	517.160	1.0000		- 517	517	
04/25/2012	B	700,000.000	1.0000		- 700,000	700,000	
04/30/2012	B	244.090	1.0000		- 244	244	
05/01/2012	B	332,301.490	1.0000		- 332,301	332,301	
05/08/2012	B	728.240	1.0000		- 728	728	
05/17/2012	B	444.620	1.0000		- 445	445	
05/24/2012	B	700,000.000	1.0000		- 700,000	700,000	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/01/2012	B	562.390	1.0000		- 562	562	
06/06/2012	B	227.320	1.0000		- 227	227	
06/22/2012	B	356.590	1.0000		- 357	357	
06/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
06/29/2012	B	272.810	1.0000		- 273	273	
07/10/2012	B	606.930	1.0000		- 607	607	
07/11/2012	B	3,773,301.000	1.0000		- 3,773,301	3,773,301	
07/19/2012	B	1,773.200	1.0000		- 1,773	1,773	
07/24/2012	B	854.460	1.0000		- 854	854	
07/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
08/01/2012	B	6,057.180	1.0000		- 6,057	6,057	
08/03/2012	B	9,946.540	1.0000		- 9,947	9,947	
08/09/2012	B	308.580	1.0000		- 309	309	
08/13/2012	B	464.070	1.0000		- 464	464	
08/14/2012	B	296.000	1.0000		- 296	296	
08/23/2012	B	700,417.710	1.0000		- 700,418	700,418	
08/31/2012	B	294.820	1.0000		- 295	295	
09/07/2012	B	141.130	1.0000		- 141	141	
09/11/2012	B	106.820	1.0000		- 107	107	
09/12/2012	B	250.280	1.0000		- 250	250	
09/13/2012	B	478.760	1.0000		- 479	479	
09/14/2012	B	16,017.160	1.0000		- 16,017	16,017	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/19/2012	B	600.610	1.0000		- 601	601	
09/20/2012	B	946.890	1.0000		- 947	947	
09/21/2012	B	86.810	1.0000		- 87	87	
09/24/2012	B	59,056.000	1.0000		- 59,056	59,056	
09/27/2012	B	441,100.470	1.0000		- 441,100	441,100	
09/28/2012	B	579.610	1.0000		- 580	580	
10/03/2012	B	265,715.140	1.0000		- 265,715	265,715	
10/05/2012	B	3,641,787.690	1.0000		- 3,641,788	3,641,788	
10/12/2012	B	1,584.230	1.0000		- 1,584	1,584	
10/23/2012	B	116.370	1.0000		- 116	116	
10/25/2012	B	700,000.000	1.0000		- 700,000	700,000	
10/31/2012	B	567.380	1.0000		- 567	567	
11/01/2012	B	181.320	1.0000		- 181	181	
11/15/2012	B	256.270	1.0000		- 256	256	
11/28/2012	B	700,000.000	1.0000		- 700,000	700,000	
11/30/2012	B	169.830	1.0000		- 170	170	
12/05/2012	B	16,788,219.120	1.0000		- 16,788,219 *	16,788,219	
12/10/2012	B	1,204.590	1.0000		- 1,205	1,205	
12/14/2012	B	240.880	1.0000		- 241	241	
12/18/2012	B	1,281.020	1.0000		- 1,281	1,281	
12/19/2012	B	750,000.000	1.0000		- 750,000	750,000	
12/31/2012	B	496.090	1.0000		- 496	496	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
Total For Buys				0	42,805,110	42,805,110	0
01/03/2012	S	- 696,365.420	1.0000		696,365	696,365	
01/06/2012	S	- 145.760	1.0000		146	146	
01/09/2012	S	- 179.850	1.0000		180	180	
01/10/2012	S	- 272.810	1.0000		273	273	
01/13/2012	S	- 2,690,046.640	1.0000		2,690,047	2,690,047	
01/17/2012	S	- 181,607.170	1.0000		181,607	181,607	
01/20/2012	S	- 229.360	1.0000		229	229	
02/01/2012	S	- 704,351.820	1.0000		704,352	704,352	
02/02/2012	S	- 8,292.920	1.0000		8,293	8,293	
02/16/2012	S	- 156.730	1.0000		157	157	
02/16/2012	S	- 181,910.490	1.0000		181,910	181,910	
02/28/2012	S	- 281.850	1.0000		282	282	
03/01/2012	S	- 692,719.400	1.0000		692,719	692,719	
03/13/2012	S	- 176,505.000	1.0000		176,505	176,505	
03/28/2012	S	- 2,650,000.000	1.0000		2,650,000	2,650,000	
04/02/2012	S	- 703,219.270	1.0000		703,219	703,219	
04/12/2012	S	- 3,500,000.000	1.0000		3,500,000	3,500,000	
04/13/2012	S	- 229.360	1.0000		229	229	
04/17/2012	S	- 208,647.070	1.0000		208,647	208,647	
05/01/2012	S	- 711,144.950	1.0000		711,145	711,145	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
05/14/2012	S	- 117,936.750	1.0000		117,937	117,937	
05/22/2012	S	- 207,269.040	1.0000		207,269	207,269	
06/01/2012	S	- 710,540.540	1.0000		710,541	710,541	
06/05/2012	S	- 1,907.500	1.0000		1,908	1,908	
06/06/2012	S	- 53.660	1.0000		54	54	
06/13/2012	S	- 256.270	1.0000		256	256	
06/21/2012	S	- 486.000	1.0000		486	486	
06/22/2012	S	- 2,630.390	1.0000		2,630	2,630	
06/28/2012	S	- 53.810	1.0000		54	54	
07/02/2012	S	- 713,670.610	1.0000		713,671	713,671	
07/11/2012	S	- 2,122.650	1.0000		2,123	2,123	
07/12/2012	S	- 797.750	1.0000		798	798	
07/12/2012	S	- 3,699,202.250	1.0000		3,699,202	3,699,202	
07/17/2012	S	- 108,308.000	1.0000		108,308	108,308	
07/17/2012	S	- 100.000	1.0000		100	100	
08/01/2012	S	- 732,852.520	1.0000		732,853	732,853	
08/22/2012	S	- 5,094.850	1.0000		5,095	5,095	
09/04/2012	S	- 722,433.690	1.0000		722,434	722,434	
09/07/2012	S	- 141.130	1.0000		141	141	
09/12/2012	S	- 250.280	1.0000		250	250	
09/13/2012	S	- 478.760	1.0000		479	479	
09/18/2012	S	- 50,150.000	1.0000		50,150	50,150	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/18/2012	S	- 12,723.750	1.0000		12,724	12,724	
10/01/2012	S	- 504,121.450	1.0000		504,121	504,121	
10/05/2012	S	- 80.690	1.0000		81	81	
10/09/2012	S	- 3,200,000.000	1.0000		3,200,000	3,200,000	
10/11/2012	S	- 286,486.000	1.0000		286,486	286,486	
10/12/2012	S	- 1,584.230	1.0000		1,584	1,584	
10/17/2012	S	- 106.820	1.0000		107	107	
11/01/2012	S	- 744,439.560	1.0000		744,440	744,440	
11/15/2012	S	- 256.270	1.0000		256	256	
11/28/2012	S	- 348.870	1.0000		349	349	
12/03/2012	S	- 759,734.260	1.0000		759,734	759,734	
12/04/2012	S	- 2,040.720	1.0000		2,041	2,041	
12/05/2012	S	- 167,796.000	1.0000		167,796	167,796	
12/06/2012	S	- 16,801,107.870	1.0000		16,801,108 *	16,801,108	
12/06/2012	S	- 8,900.000	1.0000		8,900	8,900	
12/10/2012	S	- 1,204.590	1.0000		1,205	1,205	
Total For Sells				0	42,673,976	42,673,976	0
Total First Amer Prime Oblig Fund Cl Y				0	85,479,086	85,479,086	0

Issue: 5528639A2 - Mgi Non-US Core Equity Portfolio LP

04/12/2012	B	164,684.355	10.9300		- 1,800,000	1,800,000	
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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
07/31/2012	B	126,960.784	10.2000		- 1,295,000	1,295,000	
Total For Buys				0	3,095,000	3,095,000	0
05/02/2012	S	- 381,147.541	10.9800		4,185,000	3,679,405	505,595
09/19/2012	S	- 173,231.150	11.4700		1,986,961	1,676,021	310,941
09/20/2012	S	- 30,134.493	11.3700		342,629	291,553	51,076
09/24/2012	S	- 15,390.916	11.4500		176,226	148,908	27,318
10/03/2012	S	- 22,123.894	11.3000		250,000	214,050	35,950
11/06/2012	S	- 519,678.463	11.2600		5,851,579	5,027,917	823,662
12/19/2012	S	- 63,559.322	11.8000		750,000	614,940	135,060
Total For Sells				0	13,542,395	11,652,794	1,889,602
Total Mgi Non-US Core Equity Portfolio LP				0	16,637,395	14,747,794	1,889,602
Issue: 9SPMTGN20 - Mgi Long Duration Fixed Income							
01/17/2012	B	73,260.073	16.3800		- 1,200,000	1,200,000	
03/29/2012	B	164,392.060	16.1200		- 2,650,000	2,650,000	
04/12/2012	B	33,763.045	16.2900		- 550,000	550,000	
10/09/2012	B	50,818.746	17.7100		- 900,000	900,000	
Total For Buys				0	5,300,000	5,300,000	0
04/25/2012	S	- 42,449.970	16.4900		700,000	543,806	156,194

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
05/09/2012	S	- 954,653.938	16.7600		16,000,000 *	12,229,608	3,770,392
05/25/2012	S	- 41,200.706	16.9900		700,000	527,802	172,198
05/31/2012	S	- 40,768.783	17.1700		700,000	522,269	177,731
Total For Sells				0	18,100,000	13,823,485	4,276,515
Total Mgi Long Duration Fixed Income				0	23,400,000	19,123,485	4,276,515
Issue: 9SPMTGN95 - Mgi Long Duration Investment Grade							
05/18/2012	S	- 566,393.958	15.8900		9,000,000	5,903,098	3,096,902
05/31/2012	S	- 750,000.000	15.9200		11,940,000 *	7,816,685	4,123,315
Total For Sells				0	20,940,000	13,719,783	7,220,217
Total Mgi Long Duration Investment Grade				0	20,940,000	13,719,783	7,220,217
Issue: 9SPMTHAD8 - Mgi Low Volatility Equity Ct							
11/06/2012	B	1,680,110.787	10.0000		- 16,801,108 *	16,801,108	
Total For Buys				0	16,801,108	16,801,108	0
Issue: 9SPMTH5T9 - Mgi Active Long Corp Inv Portfolio							
05/09/2012	B	1,392,515.231	11.4900		- 16,000,000 *	16,000,000	
05/18/2012	B	776,531.493	11.5900		- 9,000,000	9,000,000	
05/31/2012	B	874,892.148	11.5900		- 10,140,000 *	10,140,000	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
10/09/2012	B	84,484.159	12.3100		- 1,040,000	1,040,000	
Total For Buys				0	36,180,000	36,180,000	0
06/25/2012	S	- 59,523.810	11.7600		700,000	687,158	12,842
07/27/2012	S	- 56,588.521	12.3700		700,000	653,272	46,728
10/25/2012	S	- 56,044.836	12.4900		700,000	648,199	51,801
11/28/2012	S	- 55,865.922	12.5300		700,000	646,130	53,870
Total For Sells				0	2,800,000	2,634,759	165,241
Total Mgi Active Long Corp Inv Portfolio				0	38,980,000	38,814,759	165,241
GRAND TOTAL				0	202,237,589	188,686,015	13,551,575

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION

URS FEDERAL TECHNICAL SERVICES, INC. EMPLOYEES RETIREMENT PLAN

Schedule H, Line 4j - Schedule of Reportable Transactions

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The accompanying notes are an integral part of this schedule.

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
BEGINNING MARKET VALUE					193,718,549.43		
COMPARATIVE VALUE (5%)					9,685,927.47		
CATEGORY 1 - SINGLE TRANSACTION EXCEEDS 5% OF VALUE							
Issue: 31846V104 - First Amer Prime Oblig Fund CI Y							
12/05/2012	B	16,788,219.120	1.0000		- 16,788,219 *	16,788,219	
12/06/2012	S	- 16,801,107.870	1.0000		16,801,108 *	16,801,108	
Issue: 9SPMTGN20 - Mgi Long Duration Fixed Income							
05/09/2012	S	- 954,653.938	16.7600		16,000,000 *	12,229,608	3,770,392
Issue: 9SPMTGN95 - Mgi Long Duration Investment Grade							
05/31/2012	S	- 750,000.000	15.9200		11,940,000 *	7,816,685	4,123,315
Issue: 9SPMTHAD8 - Mgi Low Volatility Equity Ct							
11/06/2012	B	1,680,110.787	10.0000		- 16,801,108 *	16,801,108	
Issue: 9SPMTH5T9 - Mgi Active Long Corp Inv Portfolio							
05/09/2012	B	1,392,515.231	11.4900		- 16,000,000 *	16,000,000	
05/31/2012	B	874,892.148	11.5900		- 10,140,000 *	10,140,000	
GRAND TOTAL				0	104,470,435	96,576,728	7,893,707

CATEGORY 2 - SERIES OF TRANSACTIONS WITH SAME BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION

CATEGORY 3 - SERIES OF TRANSACTIONS IN SAME SECURITY EXCEEDS 5% OF VALUE

Issue: 31846V104 - First Amer Prime Oblig Fund CI Y

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
01/06/2012	B	145.760	1.0000		- 146	146	
01/09/2012	B	179.850	1.0000		- 180	180	
01/10/2012	B	272.810	1.0000		- 273	273	
01/12/2012	B	3,052,292.000	1.0000		- 3,052,292	3,052,292	
01/20/2012	B	229.360	1.0000		- 229	229	
01/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
01/31/2012	B	358.450	1.0000		- 358	358	
02/17/2012	B	5,722.350	1.0000		- 5,722	5,722	
02/22/2012	B	900,000.000	1.0000		- 900,000	900,000	
02/24/2012	B	763.000	1.0000		- 763	763	
02/29/2012	B	17.340	1.0000		- 17	17	
03/01/2012	B	159.860	1.0000		- 160	160	
03/23/2012	B	700,000.000	1.0000		- 700,000	700,000	
03/27/2012	B	2,724,521.000	1.0000		- 2,724,521	2,724,521	
04/11/2012	B	3,719,290.000	1.0000		- 3,719,290	3,719,290	
04/18/2012	B	517.160	1.0000		- 517	517	
04/25/2012	B	700,000.000	1.0000		- 700,000	700,000	
04/30/2012	B	244.090	1.0000		- 244	244	
05/01/2012	B	332,301.490	1.0000		- 332,301	332,301	
05/08/2012	B	728.240	1.0000		- 728	728	
05/17/2012	B	444.620	1.0000		- 445	445	
05/24/2012	B	700,000.000	1.0000		- 700,000	700,000	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
06/01/2012	B	562.390	1.0000		- 562	562	
06/06/2012	B	227.320	1.0000		- 227	227	
06/22/2012	B	356.590	1.0000		- 357	357	
06/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
06/29/2012	B	272.810	1.0000		- 273	273	
07/10/2012	B	606.930	1.0000		- 607	607	
07/11/2012	B	3,773,301.000	1.0000		- 3,773,301	3,773,301	
07/19/2012	B	1,773.200	1.0000		- 1,773	1,773	
07/24/2012	B	854.460	1.0000		- 854	854	
07/26/2012	B	700,000.000	1.0000		- 700,000	700,000	
08/01/2012	B	6,057.180	1.0000		- 6,057	6,057	
08/03/2012	B	9,946.540	1.0000		- 9,947	9,947	
08/09/2012	B	308.580	1.0000		- 309	309	
08/13/2012	B	464.070	1.0000		- 464	464	
08/14/2012	B	296.000	1.0000		- 296	296	
08/23/2012	B	700,417.710	1.0000		- 700,418	700,418	
08/31/2012	B	294.820	1.0000		- 295	295	
09/07/2012	B	141.130	1.0000		- 141	141	
09/11/2012	B	106.820	1.0000		- 107	107	
09/12/2012	B	250.280	1.0000		- 250	250	
09/13/2012	B	478.760	1.0000		- 479	479	
09/14/2012	B	16,017.160	1.0000		- 16,017	16,017	

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DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/19/2012	B	600.610	1.0000		- 601	601	
09/20/2012	B	946.890	1.0000		- 947	947	
09/21/2012	B	86.810	1.0000		- 87	87	
09/24/2012	B	59,056.000	1.0000		- 59,056	59,056	
09/27/2012	B	441,100.470	1.0000		- 441,100	441,100	
09/28/2012	B	579.610	1.0000		- 580	580	
10/03/2012	B	265,715.140	1.0000		- 265,715	265,715	
10/05/2012	B	3,641,787.690	1.0000		- 3,641,788	3,641,788	
10/12/2012	B	1,584.230	1.0000		- 1,584	1,584	
10/23/2012	B	116.370	1.0000		- 116	116	
10/25/2012	B	700,000.000	1.0000		- 700,000	700,000	
10/31/2012	B	567.380	1.0000		- 567	567	
11/01/2012	B	181.320	1.0000		- 181	181	
11/15/2012	B	256.270	1.0000		- 256	256	
11/28/2012	B	700,000.000	1.0000		- 700,000	700,000	
11/30/2012	B	169.830	1.0000		- 170	170	
12/05/2012	B	16,788,219.120	1.0000		- 16,788,219 *	16,788,219	
12/10/2012	B	1,204.590	1.0000		- 1,205	1,205	
12/14/2012	B	240.880	1.0000		- 241	241	
12/18/2012	B	1,281.020	1.0000		- 1,281	1,281	
12/19/2012	B	750,000.000	1.0000		- 750,000	750,000	
12/31/2012	B	496.090	1.0000		- 496	496	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
Total For Buys				0	42,805,110	42,805,110	0
01/03/2012	S	- 696,365.420	1.0000		696,365	696,365	
01/06/2012	S	- 145.760	1.0000		146	146	
01/09/2012	S	- 179.850	1.0000		180	180	
01/10/2012	S	- 272.810	1.0000		273	273	
01/13/2012	S	- 2,690,046.640	1.0000		2,690,047	2,690,047	
01/17/2012	S	- 181,607.170	1.0000		181,607	181,607	
01/20/2012	S	- 229.360	1.0000		229	229	
02/01/2012	S	- 704,351.820	1.0000		704,352	704,352	
02/02/2012	S	- 8,292.920	1.0000		8,293	8,293	
02/16/2012	S	- 156.730	1.0000		157	157	
02/16/2012	S	- 181,910.490	1.0000		181,910	181,910	
02/28/2012	S	- 281.850	1.0000		282	282	
03/01/2012	S	- 692,719.400	1.0000		692,719	692,719	
03/13/2012	S	- 176,505.000	1.0000		176,505	176,505	
03/28/2012	S	- 2,650,000.000	1.0000		2,650,000	2,650,000	
04/02/2012	S	- 703,219.270	1.0000		703,219	703,219	
04/12/2012	S	- 3,500,000.000	1.0000		3,500,000	3,500,000	
04/13/2012	S	- 229.360	1.0000		229	229	
04/17/2012	S	- 208,647.070	1.0000		208,647	208,647	
05/01/2012	S	- 711,144.950	1.0000		711,145	711,145	

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FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
05/14/2012	S	- 117,936.750	1.0000		117,937	117,937	
05/22/2012	S	- 207,269.040	1.0000		207,269	207,269	
06/01/2012	S	- 710,540.540	1.0000		710,541	710,541	
06/05/2012	S	- 1,907.500	1.0000		1,908	1,908	
06/06/2012	S	- 53.660	1.0000		54	54	
06/13/2012	S	- 256.270	1.0000		256	256	
06/21/2012	S	- 486.000	1.0000		486	486	
06/22/2012	S	- 2,630.390	1.0000		2,630	2,630	
06/28/2012	S	- 53.810	1.0000		54	54	
07/02/2012	S	- 713,670.610	1.0000		713,671	713,671	
07/11/2012	S	- 2,122.650	1.0000		2,123	2,123	
07/12/2012	S	- 797.750	1.0000		798	798	
07/12/2012	S	- 3,699,202.250	1.0000		3,699,202	3,699,202	
07/17/2012	S	- 108,308.000	1.0000		108,308	108,308	
07/17/2012	S	- 100.000	1.0000		100	100	
08/01/2012	S	- 732,852.520	1.0000		732,853	732,853	
08/22/2012	S	- 5,094.850	1.0000		5,095	5,095	
09/04/2012	S	- 722,433.690	1.0000		722,434	722,434	
09/07/2012	S	- 141.130	1.0000		141	141	
09/12/2012	S	- 250.280	1.0000		250	250	
09/13/2012	S	- 478.760	1.0000		479	479	
09/18/2012	S	- 50,150.000	1.0000		50,150	50,150	

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DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
09/18/2012	S	- 12,723.750	1.0000		12,724	12,724	
10/01/2012	S	- 504,121.450	1.0000		504,121	504,121	
10/05/2012	S	- 80.690	1.0000		81	81	
10/09/2012	S	- 3,200,000.000	1.0000		3,200,000	3,200,000	
10/11/2012	S	- 286,486.000	1.0000		286,486	286,486	
10/12/2012	S	- 1,584.230	1.0000		1,584	1,584	
10/17/2012	S	- 106.820	1.0000		107	107	
11/01/2012	S	- 744,439.560	1.0000		744,440	744,440	
11/15/2012	S	- 256.270	1.0000		256	256	
11/28/2012	S	- 348.870	1.0000		349	349	
12/03/2012	S	- 759,734.260	1.0000		759,734	759,734	
12/04/2012	S	- 2,040.720	1.0000		2,041	2,041	
12/05/2012	S	- 167,796.000	1.0000		167,796	167,796	
12/06/2012	S	- 16,801,107.870	1.0000		16,801,108 *	16,801,108	
12/06/2012	S	- 8,900.000	1.0000		8,900	8,900	
12/10/2012	S	- 1,204.590	1.0000		1,205	1,205	
Total For Sells				0	42,673,976	42,673,976	0
Total First Amer Prime Oblig Fund Cl Y				0	85,479,086	85,479,086	0

Issue: 5528639A2 - Mgi Non-US Core Equity Portfolio LP

04/12/2012	B	164,684.355	10.9300		- 1,800,000	1,800,000	
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DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
07/31/2012	B	126,960.784	10.2000		- 1,295,000	1,295,000	
Total For Buys				0	3,095,000	3,095,000	0
05/02/2012	S	- 381,147.541	10.9800		4,185,000	3,679,405	505,595
09/19/2012	S	- 173,231.150	11.4700		1,986,961	1,676,021	310,941
09/20/2012	S	- 30,134.493	11.3700		342,629	291,553	51,076
09/24/2012	S	- 15,390.916	11.4500		176,226	148,908	27,318
10/03/2012	S	- 22,123.894	11.3000		250,000	214,050	35,950
11/06/2012	S	- 519,678.463	11.2600		5,851,579	5,027,917	823,662
12/19/2012	S	- 63,559.322	11.8000		750,000	614,940	135,060
Total For Sells				0	13,542,395	11,652,794	1,889,602
Total Mgi Non-US Core Equity Portfolio LP				0	16,637,395	14,747,794	1,889,602
Issue: 9SPMTGN20 - Mgi Long Duration Fixed Income							
01/17/2012	B	73,260.073	16.3800		- 1,200,000	1,200,000	
03/29/2012	B	164,392.060	16.1200		- 2,650,000	2,650,000	
04/12/2012	B	33,763.045	16.2900		- 550,000	550,000	
10/09/2012	B	50,818.746	17.7100		- 900,000	900,000	
Total For Buys				0	5,300,000	5,300,000	0
04/25/2012	S	- 42,449.970	16.4900		700,000	543,806	156,194

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DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
05/09/2012	S	- 954,653.938	16.7600		16,000,000 *	12,229,608	3,770,392
05/25/2012	S	- 41,200.706	16.9900		700,000	527,802	172,198
05/31/2012	S	- 40,768.783	17.1700		700,000	522,269	177,731
Total For Sells				0	18,100,000	13,823,485	4,276,515
Total Mgi Long Duration Fixed Income				0	23,400,000	19,123,485	4,276,515
Issue: 9SPMTGN95 - Mgi Long Duration Investment Grade							
05/18/2012	S	- 566,393.958	15.8900		9,000,000	5,903,098	3,096,902
05/31/2012	S	- 750,000.000	15.9200		11,940,000 *	7,816,685	4,123,315
Total For Sells				0	20,940,000	13,719,783	7,220,217
Total Mgi Long Duration Investment Grade				0	20,940,000	13,719,783	7,220,217
Issue: 9SPMTHAD8 - Mgi Low Volatility Equity Ct							
11/06/2012	B	1,680,110.787	10.0000		- 16,801,108 *	16,801,108	
Total For Buys				0	16,801,108	16,801,108	0
Issue: 9SPMTH5T9 - Mgi Active Long Corp Inv Portfolio							
05/09/2012	B	1,392,515.231	11.4900		- 16,000,000 *	16,000,000	
05/18/2012	B	776,531.493	11.5900		- 9,000,000	9,000,000	
05/31/2012	B	874,892.148	11.5900		- 10,140,000 *	10,140,000	

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Period from January 1, 2012 to December 31, 2012

FORM 5500 - REPORTABLE TRANSACTION SCHEDULE (continued)

DATE	BOUGHT/ SOLD	SHARES/ PAR VALUE	UNIT PRICE	EXPENSE INCURRED	PRINCIPAL CASH	TRANSACTION COST	REALIZED GAIN/LOSS
10/09/2012	B	84,484.159	12.3100		- 1,040,000	1,040,000	
Total For Buys				0	36,180,000	36,180,000	0
06/25/2012	S	- 59,523.810	11.7600		700,000	687,158	12,842
07/27/2012	S	- 56,588.521	12.3700		700,000	653,272	46,728
10/25/2012	S	- 56,044.836	12.4900		700,000	648,199	51,801
11/28/2012	S	- 55,865.922	12.5300		700,000	646,130	53,870
Total For Sells				0	2,800,000	2,634,759	165,241
Total Mgi Active Long Corp Inv Portfolio				0	38,980,000	38,814,759	165,241
GRAND TOTAL				0	202,237,589	188,686,015	13,551,575

CATEGORY 4 - SINGLE TRANSACTION WITH ONE BROKER EXCEEDS 5% OF VALUE
NO TRANSACTIONS QUALIFIED FOR THIS SECTION