

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>07/01/2012</u> and ending <u>06/30/2013</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>FABRICO, INC. RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ▶	<u>001</u>	
	1c Effective date of plan	<u>07/01/1993</u>	
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>FABRICO, INC.</u> <u>10 OLD WEBSTER ROAD</u> <u>OXFORD, MA 01540</u>	2b Employer Identification Number (EIN) <u>30-0001515</u>	2c Sponsor's telephone number <u>508-987-5900</u>	2d Business code (see instructions) <u>332900</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.	03/24/2014	MARYBETH CAMPBELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address FABRICO, INC. 10 OLD WEBSTER ROAD OXFORD, MA 01540		3b Administrator's EIN 30-0001515
		3c Administrator's telephone number 508-987-5900
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		5 213
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	184
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	27
d Subtotal. Add lines 6a , 6b , and 6c	6d	211
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	211
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	170
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2S 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

A Name of plan FABRICO, INC. RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 FABRICO, INC.	D Employer Identification Number (EIN) 30-0001515

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

04-2647786

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 37 65 60	RECORDKEEPER	8309	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

MMC SECURITIES CORP

06-1685865

(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?
55	ADVISOR	0	Yes ☒ No ☐	Yes ☒ No ☐	4638	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation AM CENT HERITAGE A - AMERICAN CENTU 44-0619208		
(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 0.25%		
(a) Enter service provider name as it appears on line 2 FIDELITY INVESTMENTS INSTITUTIONAL		
(b) Service Codes (see instructions) 60		
(c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation BLKRRK INTL INDEX A - BNY MELLON INV P.O. BOX 9793 PROVIDENCE, RI 02940		
(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 0.05%		
(a) Enter service provider name as it appears on line 2 FIDELITY INVESTMENTS INSTITUTIONAL		
(b) Service Codes (see instructions) 60		
(c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation CALAMOS INTL GRTH A - US BANCORP FU 39-0281260		
(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 0.35%		

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
COLUMBIA INTL VAL A - COLUMBIA MGT 04-3156901	0.25%	
(a) Enter service provider name as it appears on line 2		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
DREYFUS S&P 500 INDX - DREYFUS TRAN 200 PARK AVENUE NEW YORK, NY 10166	0.15%	
(a) Enter service provider name as it appears on line 2		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
INVS EQL WT S&P500 A - INVESCO INVE 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.25%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JH DSCPL VAL MDCP A - JOHN HANCOCK 01-0233346	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
JPM CORE BOND A - BOSTON FINANCIAL 330 W. 9TH STREET KANSAS CITY, MO 66160	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MFS VALUE R3 - MFS SERVICE CENTER I 04-2865649	0.25%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MNSTY LG CAP GRTH R2 - NYLIM SERVIC 52-2206685	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
OPPENHEIMER GLOBAL A - OFI GLOBAL A TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
OPPHMR DEV MKTS A - OFI GLOBAL ASSE TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
OPPHMR INTL BOND A - OFI GLOBAL ASS TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIONEER O R SMCPR A - PIONEER INVE 04-2890696	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VICTORY SM CO OPP A - CITI FUND SER 31-1249295	0.25%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
MMC SECURITIES CORP	55	4638
(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.	
NATIONAL FINANCIAL SERVICES LLC 04-3523567	---	
(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) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

A Name of plan <u>FABRICO, INC. RETIREMENT PLAN</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>FABRICO, INC.</u>	D Employer Identification Number (EIN) <u>30-0001515</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: WELLS FARGO STABLE VALUE FUND M

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

c EIN-PN <u>94-6751924-001</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>82717</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013		
A Name of plan FABRICO, INC. RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 FABRICO, INC.	D Employer Identification Number (EIN) 30-0001515	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	242568	358691
(9) Value of interest in common/collective trusts.....	1c(9)	72247	82717
(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)	3499579	3810087
(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	3814394	4251495

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	3814394	4251495
---	-----------	---------	---------

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)		
(B) Participants	2a(1)(B)	441620	
(C) Others (including rollovers)	2a(1)(C)	12225	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		453845
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	11484	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		11484
(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)	159820	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		159820
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		1072
(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)		252747
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		878968

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	433558	
(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)		433558
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	8309	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		8309
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		441867

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		437101
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: WOLF AND COMPANY PC

(2) EIN: 04-2689883

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		88833
4b		X	

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

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

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

5b(1) Name of plan(s)

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

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

A Name of plan <u>FABRICO, INC. RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FABRICO, INC.</u>	D Employer Identification Number (EIN) <u>30-0001515</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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



Fabrico, Inc. Retirement Plan
Financial Statements and Supplemental Schedules
Years Ended June 30, 2013 and 2012



Fabrico, Inc. Retirement Plan

E.I.N. 30-0001515

Plan Number 001

Financial Statements and Supplemental Schedules for the
Years Ended June 30, 2013 and 2012

Table of Contents

The following financial information is submitted herewith:

Independent Auditors' Report	1-2
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Statements of Changes in Net Assets Available for Benefits for the Years Ended June 30, 2013 and 2012	4
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Schedule H, Line 4i - Schedule of Assets (Held at End of Year)	20



Independent Auditors' Report

To the Plan Administrator of the Fabrico, Inc. Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Fabrico, Inc. Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of June 30, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company ("Fidelity"), the Trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended June 30, 2013 and 2012, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplemental Schedule H, Line 4a – Schedule of Delinquent Participant Contributions and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of or for the year ended June 30, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Wolf + Company, P.C.

Boston, Massachusetts

February 3, 2014

Fabrico, Inc. Retirement Plan

Statements of Net Assets Available for Benefits

June 30, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets		
Investments at fair value:		
Mutual funds	\$ 3,810,087	\$ 3,499,579
Collective investment fund	<u>87,075</u>	<u>75,680</u>
Total investments	3,897,162	3,575,259
Receivables:		
Participant contributions receivable	-	7,346
Notes receivable from participants	<u>358,691</u>	<u>242,568</u>
Total receivables	<u>358,691</u>	<u>249,914</u>
Total assets	4,255,853	3,825,173
Adjustment from fair value to contract value for interest relating to fully benefit-responsive investment contract	<u>(4,358)</u>	<u>(3,433)</u>
Net assets available for benefits	<u><u>\$ 4,251,495</u></u>	<u><u>\$ 3,821,740</u></u>

See independent auditors' report and notes to financial statements.

Fabrico, Inc. Retirement Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended June 30, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 253,261	\$ 52,593
Dividends and interest income	159,636	101,703
Total investment income	<u>412,897</u>	<u>154,296</u>
Interest income - notes receivable from participants	<u>12,038</u>	<u>11,011</u>
Contributions:		
Participant	434,274	377,528
Rollovers	12,225	55,977
Employer	188	-
Total contributions	<u>446,687</u>	<u>433,505</u>
Total additions	<u>871,622</u>	<u>598,812</u>
Deductions from net assets attributed to:		
Benefits paid to participants	433,558	398,689
Administrative expenses	8,309	2,390
Total deductions	<u>441,867</u>	<u>401,079</u>
Net increase	429,755	197,733
Net assets available for benefits:		
Beginning of the year	<u>3,821,740</u>	<u>3,624,007</u>
End of the year	<u>\$ 4,251,495</u>	<u>\$ 3,821,740</u>

See independent auditors' report and notes to financial statements.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements

Years Ended June 30, 2013 and 2012

1. DESCRIPTION OF THE PLAN

The following description of the Fabrico, Inc. Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a complete description of the Plan’s provisions.

General

The purpose of the Plan is to enable participating employees of Fabrico, Inc. (the “Company” or “Plan Administrator”) to accumulate capital accessible in their retirement years.

The Plan is a defined contribution plan covering substantially all employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

All assets acquired under this Plan as a result of participant and Company contributions, income and other additions will be administered, distributed, forfeited and otherwise governed by the provisions of this Plan. The Plan is administered by the Company for the exclusive benefit of participants in the Plan and their beneficiaries.

Effective September 1, 2011, the Company adopted a new Plan Document which modified certain of the Plan provisions as discussed below.

Eligibility

Each employee who is 18 years of age or older and has completed two months of service is eligible to make salary deferrals into the Plan. Prior to September 1, 2011, employees who were 21 years of age or older and had completed two months of service were eligible to make salary deferrals into the Plan.

Employees are eligible to receive the employer discretionary profit-sharing contributions if they have completed at least 1,000 hours of service during the Plan year and are employed by the Company at Plan year end. Prior to September 1, 2011, employees were eligible to receive the employer discretionary profit-sharing contributions if they had completed one year of service and were employed by the Company at Plan year end.

See independent auditors’ report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Participant Contributions

An active participant may elect to make contributions to the Plan subject to limitations as defined in the Internal Revenue Code as follows:

Compensation deferral contributions

Each active participant may elect to contribute to the Plan a percentage of their compensation, as defined, up to 50% of compensation, up to the maximum amount allowable under federal regulations and in the absence of an affirmative election, 2% of compensation will be deferred on each eligible employee's behalf, unless an employee opts not to participate. Effective July 16, 2012 participants may now elect to designate some or all of their deferral contributions as a Roth deferral contribution. Compensation deferral contributions are remitted to the Plan by the Company on the participants' behalf.

Rollover contributions

An active participant may, at the discretion of the Plan Administrator, contribute to the Plan, distributions from other qualified plans or individual retirement accounts, if the contributions satisfy the tax law requirements for a qualified rollover.

Total contributions by participants for the years ended June 30, 2013 and 2012 amounted to \$446,499 and \$433,505, respectively.

Employer Contributions

The Company, at its discretion, may elect to make a profit-sharing contribution to the Plan. The Company did not make a profit-sharing contribution in either of the years ended June 30, 2013 and 2012.

The Company does not provide for a matching contribution.

The Company made a \$188 contribution to the Plan in 2013 related to lost earnings on the late remittances (Note 7).

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Vesting

A participant will have a fully vested interest in that portion of their account attributable to compensation deferral contributions, rollover contributions and related investment earnings. Participants vest in the employer profit-sharing contributions based on whole years of service as follows:

<u>Completed Years of Service</u>	<u>Vested Percentage</u>
Less than 2 years	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years or more	100%

Prior to September 1, 2011 participants received vesting credit for a year of service if the participant earned at least 1,000 hours of service in a Plan year. Participants vest in the employer profit-sharing contributions prior to September 1, 2011 as follows:

<u>Completed Years of Credited Service</u>	<u>Vested Percentage</u>
Less than 3 years	0%
3 years	20%
4 years	40%
5 years	60%
6 years	80%
7 years or more	100%

Certain transitional provisions apply as defined in the Plan.

Forfeitures

Only contributions made by the Company are subject to forfeiture. Forfeitures may first be used to pay administrative expenses of the Plan. Any remaining amounts may be allocated to the accounts of eligible Plan participants. Prior to September 1, 2011, forfeitures were allowed to be used to reduce future employer contributions to the Plan.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Forfeitures (concluded)

At June 30, 2013 and 2012, there was \$11,506 and \$16,358, respectively, in forfeited non-vested accounts. For the year ended June 30, 2013, \$6,125 of forfeitures were used to pay administrative expenses of the Plan. No forfeitures were used to reduce employer contributions, pay administrative expenses or allocated to participants for the year ended June 30, 2012.

Investments

The Plan offers a number of investment options which vary by investment objective. Participants elect in which investment or investments they wish their accounts invested. Participants may change their investment options daily. Earnings for each investment are allocated to each participant's investment account based on the ratio of each participant's account balance to the balance of all participants' accounts invested in the same investment.

Notes Receivable from Participants

Notes receivable from participants are made in accordance with provisions in the Plan. Notes receivable shall be in an amount not less than \$1,000 (\$500 prior to September 1, 2011) or greater than \$50,000, limited to 50% of a participant's vested interest in the Plan. Notes receivable are secured by an irrevocable pledge and assignment of up to 50% of the participant's vested interest in the Plan. Each note receivable shall bear a fixed interest rate equal to the prime rate at the date of the note plus one percent. Notes receivable are generally required to be repaid through regular payroll deductions within five years of the date it is made, unless such note is used to acquire a principal residence in which case the term is extended to a maximum of 10 years. A participant is not allowed to have more than one note outstanding at any time (two note maximum prior to September 1, 2011).

A note receivable is considered delinquent if the participant misses a regularly scheduled payment. A delinquent note is considered to be in default in the calendar quarter following the quarter in which the last payment was made. Upon default, the outstanding balance of the note receivable shall be deemed distributed to the participant. During the years ended June 30, 2013 and 2012, defaulted notes receivable deemed distributed amounted to \$19,784 and \$5,509, respectively.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (concluded)

Distributions

Retirement, Disability or Death

Participants who retire or become disabled will be entitled to 100% of their account balance. Upon death, the participant's beneficiary will be entitled to 100% of the account balance, payable in accordance with the Plan agreement.

In Service

A participant who has reached age 59½ will be entitled to withdraw 100% of their vested account balance. Distributions can also be made as in-service hardship withdrawals, as defined.

Other Termination of Employment

Upon termination of employment for any reason other than retirement or death, the participant shall be entitled to receive the entire amount of their vested account balance.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts which shall not thereafter be subject to forfeiture.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting and are in conformity with accounting principles generally accepted in the United States of America.

Use of Estimates

The presentation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Contracts

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

Investments Valuation and Income Recognition

Investments in mutual funds are valued at the net asset value of shares held by the Plan at year end. Investment transactions are recorded on the trade date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. The investment contract is stated at fair value and adjusted to contract value based on information reported by the investment advisor.

Fair Value Hierarchy

The hierarchal framework prioritizes and ranks the level of market price observability used in measuring investments at fair value. Market price observability is impacted by a number of factors, including the type of investment and the characteristics specific to the investment. Investments with readily available active quoted prices or for which fair value can be measured from actively quoted prices generally will have a higher degree of market price observability and a lesser degree of judgment used in measuring fair value.

The Plan groups its financial instruments generally measured at fair value in three levels, based on the markets in which the instruments are traded and the reliability of the assumptions used to determine fair value. The three levels of the fair value hierarchy are as follows:

Level 1 - Fair values are based upon unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

SIGNIFICANT ACCOUNTING POLICIES (concluded)

Fair Value Hierarchy (concluded)

Level 2 - Fair values are based upon quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, and inputs other than quoted prices that are observable for the asset or liability, either directly or by correlation or other means.

Level 3 - Fair values are based upon unobservable inputs for the asset or liability and include situations where there is little, if any, market activity for the asset or liability. Such inputs are based upon the best information in the circumstances and may require significant management judgment or estimation.

In certain cases, inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

The Plan recognizes transfers between levels at the end of the reporting period as if the transfers occurred on the last day of the reporting period. There were no transfers during 2013 and 2012.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant notes are reclassified as distributions based upon the terms of the Plan document.

Benefit Payments

Benefits are recorded when paid.

Administrative Expenses

Certain costs of the Plan were paid by the Company for the years ended June 30, 2013 and 2012.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

3. FINANCIAL INFORMATION CERTIFIED BY THE TRUSTEES

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Fidelity Management Trust Company as of and for the years ended June 30, 2013 and 2012, except for comparing such information certified by the Trustee to information included in the Plan's financial statements and supplemental schedules. The Plan Administrator has obtained a certification from the Trustee for the years ended June 30, 2013 and 2012 that such information is complete and accurate.

Information certified as of and for the years ended June 30, 2013 and 2012 is as follows:

	<u>2013</u>	<u>2012</u>
Investments at fair value:		
Mutual funds	\$ 3,810,087	\$ 3,499,579
Investments at contract value:		
Collective investment fund	\$ 82,717	\$ 72,247
Notes receivable from participants:		
Notes receivable from participants	\$ 358,691	\$ 242,568
Investment income:		
Net appreciation in fair value of investments	\$ 253,261	\$ 52,593
Dividends and interest on investments	159,636	101,703
Interest income:		
Notes receivable from participants	\$ 12,038	\$ 11,011

The Trustee also certified the information included in the Supplemental Schedule of Assets (Held at End of Year) included on page 20 of the financial statements.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

4. INVESTMENTS

The following table represents the fair value of investments which individually exceed 5% of the Plan's net assets available for benefits at June 30, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Investments at fair value:		
Mutual Funds:		
Fidelity Freedom 2010 Fund	\$ 378,388	\$ 327,714
Fidelity Freedom 2015 Fund	239,450	258,116
Fidelity Freedom 2020 Fund	223,126	244,777
Fidelity Freedom 2025 Fund	532,344	423,838
Fidelity Freedom 2030 Fund	922,738	766,763
Fidelity Freedom 2035 Fund	516,804	431,885
Fidelity Freedom 2040 Fund	218,561	207,466

The Plan's net appreciation in the fair value of investments (including dividends reinvested and investments bought, sold, as well as held) was determined by the change in the underlying fair value of investments and amounted to \$253,261 and \$52,593 during the years ended June 30, 2013 and 2012, respectively.

Collective Investment Fund

The Plan has a benefit-responsive investment contract with Wells Fargo Bank, N.A. ("Wells Fargo"). Wells Fargo maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is reflected in the financial statements at fair value as reported to the Plan by Wells Fargo.

Since the collective investment fund is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the collective investment fund. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. Contract value, as reported to the Plan by Wells Fargo, represents contributions made under the contract, plus credited interest, less participant withdrawals and administrative expenses.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

INVESTMENTS (continued)

Collective Investment Fund (concluded)

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at June 30, 2013 and 2012 was \$87,075 and \$75,680, respectively. The crediting interest rate is based on a formula agreed upon with the issuer. The financial statements of the collective investment fund are based on a calendar year end and as such fair value estimates based on the ratio of the fair value of the net assets over the contract value of the net assets was utilized to determine the fair value at Plan year end.

Certain events may limit the ability of the Plan to transact at contract value. Such events include but may not be limited to the following: (1) the complete or partial termination of the Plan; (2) the establishment or activation of, or material change in, any Plan investment fund, or an amendment to the Plan or a change in the administration or operation of the Plan, including the removal of a group of employees from Plan coverage as a result of the sale or liquidation of a subsidiary or division or as a result of group layoffs or early retirement programs. The Plan Administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The collective investment fund does not permit the issuer to terminate the agreement prior to the scheduled maturity date.

	December 31,	
	2012	2011
Average yields:		
Wells Fargo Synthetic Stable Value Fund		
Based on actual earnings	1.02%	1.59%
Based on interest rate credited to participants	2.61	2.91

Fair Value Hierarchy

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2013 and 2012.

Mutual funds: Valued at the net asset value of shares held by the Plan at year end.

Collective investment fund: Valued as determined by the Trustee based on the net asset values and supported by the value of the underlying securities.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

INVESTMENTS (concluded)

Fair Value Hierarchy (concluded)

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.

Investments at Fair Value on a Recurring Basis

The following table summarizes the valuation of the Plan's investments by the fair value hierarchy as of June 30, 2013 and 2012:

	June 30, 2013			Fair Value
	Level 1	Level 2	Level 3	
Mutual funds:				
Target-date funds	\$ 3,264,734	\$ -	\$ -	\$ 3,264,734
Blended funds	52,851	-	-	52,851
Growth funds	253,894	-	-	253,894
Value funds	100,253	-	-	100,253
Bond funds	138,355	-	-	138,355
Collective investment fund	-	87,075	-	87,075
Total assets	<u>\$ 3,810,087</u>	<u>\$ 87,075</u>	<u>\$ -</u>	<u>\$ 3,897,162</u>

	June 30, 2012			Fair Value
	Level 1	Level 2	Level 3	
Mutual funds:				
Target-date funds	\$ 2,832,158	\$ -	\$ -	\$ 2,832,158
Blended funds	149,055	-	-	149,055
Growth funds	221,933	-	-	221,933
Value funds	137,692	-	-	137,692
Bond funds	158,741	-	-	158,741
Collective investment fund	-	75,680	-	75,680
Total assets	<u>\$ 3,499,579</u>	<u>\$ 75,680</u>	<u>\$ -</u>	<u>\$ 3,575,259</u>

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

5. TAX STATUS

The Company adopted a Fidelity Advisor 401(k) Program Volume Submitter Defined Contribution Plan, which the Internal Revenue Service determined, as stated in a letter dated March 31, 2008, was acceptable under the applicable requirements of the Internal Revenue Code and therefore, the Plan Administrator believes that the Plan qualifies as a tax-exempt plan. The Plan has been amended since receiving the determination letter, however, the Plan Administrator believes that the Plan is designed and operated in compliance with the applicable requirements of the Internal Revenue Code and therefore, believes that the Plan qualifies as a tax-exempt plan. Accordingly, no provision for income taxes has been included in the Plan's financial statements for either 2013 or 2012.

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 Internal Revenue Service ("IRS") or the Department of Labor ("DOL"). The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan Administrator believes it is no longer subject to examinations for years prior to June 30, 2010.

6. RISKS AND UNCERTAINTIES

The Plan invests in a variety of investment vehicles which are exposed to various risks, such as interest rate, market, and credit risks. 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 risk factors in the near term could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

7. PROHIBITED TRANSACTIONS

During 2013, the Plan Sponsor was late in depositing \$43,492 of participant contributions to the Plan. During 2012, the Plan Sponsor was late in depositing \$51,586 of participant contributions to the Plan, including one missed contribution of \$6,235. The DOL considers late deposits to be prohibited transactions.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

PROHIBITED TRANSACTIONS (concluded)

In October 2012, the Plan Sponsor remitted the 2012 missed contribution to the Plan, including \$188 representing investment income that would have been earned had the contribution been made on a timely basis. Such amount was paid by the Plan Sponsor. The Plan Sponsor anticipates correction of all other late remittances in Plan year 2014.

8. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

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

	June 30,	
	2013	2012
Net assets available for benefits per the financial statements	\$ 4,251,495	\$ 3,821,740
Less: Participant contributions receivable	-	(7,346)
Net assets available for benefits per Form 5500	<u>\$ 4,251,495</u>	<u>\$ 3,814,394</u>

The following is a reconciliation of the increase in net assets per the financial statements to the Form 5500 for the year ended June 30, 2013:

	2013
Net increase in net assets per the financial statements	\$ 429,755
Add: prior year participant contributions receivable	<u>7,346</u>
Net increase in net assets per Form 5500	<u>\$ 437,101</u>

9. RELATED PARTY TRANSACTIONS

At June 30, 2013 and 2012, Plan investments consist of shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions. Administrative costs of the Plan paid to the Trustee amounts to \$8,309 and \$2,390 for the years ended June 30, 2013 and 2012, respectively. Fees paid for investment management services are included as a reduction of the return earned by each mutual fund.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Concluded)

10. SUBSEQUENT EVENTS

Management has evaluated subsequent events through February 3, 2014, which is the date the financial statements were available to be issued. There were no subsequent events that require adjustment to or disclosure in the financial statements.

See independent auditors' report.

Fabrico Inc. Retirement Plan

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

E.I.N. 30-0001515

Plan Number 001

Year Ended June 30, 2013

Description of Transaction	Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Check here if Late Participant Loan Repayments are included: ☒	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Delinquent contribution for pay period 09-15-11	\$ 8,205	\$ 8,205	\$ -	\$ -	\$ -
Delinquent contribution for pay period 10-06-11	6,235 *	-	6,235 *	-	-
Delinquent contribution for pay period 10-13-11	9,023	9,023	-	-	-
Delinquent contribution for pay period 10-20-11	8,889	8,889	-	-	-
Delinquent contribution for pay period 02-02-12	9,719	9,719	-	-	-
Delinquent contribution for pay period 05-31-12	9,515	9,515	-	-	-
Total delinquent contributions for 2012	<u>\$ 51,586</u>	<u>\$ 45,351</u>	<u>\$ 6,235</u>	<u>\$ -</u>	<u>\$ -</u>
Delinquent contribution for pay period 08-29-12	\$ 10,339	\$ 10,339	\$ -	\$ -	\$ -
Delinquent contribution for pay period 09-12-12	9,781	9,781	-	-	-
Delinquent contribution for pay period 12-26-12	12,687	12,687	-	-	-
Delinquent contribution for pay period 03-27-13	10,685	10,685	-	-	-
Total delinquent contributions for 2013	<u>\$ 43,492</u>	<u>\$ 43,492</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

* Remittance of participant loan repayments was not delinquent.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

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

E.I.N. 30-0001515 Plan Number 001

June 30, 2013

a	b	c	d	e
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost (1)	Current Value
	Mutual funds:			
	American Century Investments Funds	1,360 shs American Century Heritage Fund		\$ 32,571
	BlackRock Advisors LLC	113 shs BlackRock International Index Fund		1,286
	Calamos GrowthWorks	671 shs Calamos International Growth Fund		11,470
	Columbia Management Investment Advisors LLC	112 shs Columbia International Value Fund		1,502
	Columbia Management Investment Advisors LLC	1,461 shs Columbia Mid Cap Index Fund		19,597
	Dreyfus Corporation	680 shs Dreyfus S&P 500 Index Fund		29,688
*	Fidelity Investments, Inc.	5,736 shs Fidelity Freedom 2005 Fund		66,994
*	Fidelity Investments, Inc.	30,965 shs Fidelity Freedom 2010 Fund		378,388
*	Fidelity Investments, Inc.	19,773 shs Fidelity Freedom 2015 Fund		239,450
*	Fidelity Investments, Inc.	17,638 shs Fidelity Freedom 2020 Fund		223,126
*	Fidelity Investments, Inc.	43,492 shs Fidelity Freedom 2025 Fund		532,344
*	Fidelity Investments, Inc.	71,364 shs Fidelity Freedom 2030 Fund		922,738
*	Fidelity Investments, Inc.	42,223 shs Fidelity Freedom 2035 Fund		516,804
*	Fidelity Investments, Inc.	16,697 shs Fidelity Freedom 2040 Fund		218,561
*	Fidelity Investments, Inc.	12,209 shs Fidelity Freedom 2045 Fund		124,893
*	Fidelity Investments, Inc.	3,209 shs Fidelity Freedom 2050 Fund		32,634
*	Fidelity Investments, Inc.	843 shs Fidelity Freedom 2055 Fund		8,802
*	Fidelity Investments, Inc.	1,037 shs Fidelity Freedom Income Fund		11,314
*	Fidelity Investments, Inc.	8,928 shs Fidelity Strategic Income Fund		108,747
	Invesco Funds	303 shs Invesco Equally-Weighted S&P 500 Fund		11,849
	John Hancock Advisers, LLC	4,468 shs John Hancock Disciplined Value Mid Cap Fund		67,201
	JPMorgan Chase & Company	354 shs JPMorgan Core Bond Fund A		4,135
	Massachusetts Financial Services Company	250 shs MFS Value Fund		7,321
	New York Life Investment Management LLC	6,172 shs MainStay Large Cap Growth Fund		53,140
	Oak Ridge Investments	1,274 shs Pioneer Oak Ridge Small Cap Growth Fund		43,427
	Oppenheimer Funds	1,362 shs Oppenheimer Developing Markets Fund		46,173
	Oppenheimer Funds	679 shs Oppenheimer Global Fund		47,516
	Oppenheimer Funds	3,972 shs Oppenheimer International Bond Fund		24,187
	Victory Capital Management, Inc.	669 shs Victory Small Company Opportunity A Fund		24,229
	Collective Investment Fund:			
	Wells Fargo Funds Management	1,743 shs Wells Fargo Synthetic Stable Value Fund		87,075
	Other:			
*	Notes receivable from participants	Interest rates ranging from 4.25% to 8.75%		358,691
	TOTAL INVESTMENTS			<u><u>\$ 4,255,853</u></u>

There were no investment assets which were both acquired and disposed of during the plan year.

(1) Cost information is not required for participant-directed investments.

* Party-in-interest.

See independent auditors' report.



Fabrico, Inc. Retirement Plan
Financial Statements and Supplemental Schedules
Years Ended June 30, 2013 and 2012



Fabrico, Inc. Retirement Plan

E.I.N. 30-0001515

Plan Number 001

Financial Statements and Supplemental Schedules for the
Years Ended June 30, 2013 and 2012

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Independent Auditors' Report

To the Plan Administrator of the Fabrico, Inc. Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Fabrico, Inc. Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of June 30, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company ("Fidelity"), the Trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended June 30, 2013 and 2012, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplemental Schedule H, Line 4a – Schedule of Delinquent Participant Contributions and Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of or for the year ended June 30, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Wolf + Company, P.C.

Boston, Massachusetts

February 3, 2014

Fabrico, Inc. Retirement Plan

Statements of Net Assets Available for Benefits

June 30, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets		
Investments at fair value:		
Mutual funds	\$ 3,810,087	\$ 3,499,579
Collective investment fund	<u>87,075</u>	<u>75,680</u>
Total investments	3,897,162	3,575,259
Receivables:		
Participant contributions receivable	-	7,346
Notes receivable from participants	<u>358,691</u>	<u>242,568</u>
Total receivables	<u>358,691</u>	<u>249,914</u>
Total assets	4,255,853	3,825,173
Adjustment from fair value to contract value for interest relating to fully benefit-responsive investment contract	<u>(4,358)</u>	<u>(3,433)</u>
Net assets available for benefits	<u><u>\$ 4,251,495</u></u>	<u><u>\$ 3,821,740</u></u>

See independent auditors' report and notes to financial statements.

Fabrico, Inc. Retirement Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended June 30, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 253,261	\$ 52,593
Dividends and interest income	159,636	101,703
Total investment income	<u>412,897</u>	<u>154,296</u>
Interest income - notes receivable from participants	<u>12,038</u>	<u>11,011</u>
Contributions:		
Participant	434,274	377,528
Rollovers	12,225	55,977
Employer	188	-
Total contributions	<u>446,687</u>	<u>433,505</u>
Total additions	<u>871,622</u>	<u>598,812</u>
Deductions from net assets attributed to:		
Benefits paid to participants	433,558	398,689
Administrative expenses	8,309	2,390
Total deductions	<u>441,867</u>	<u>401,079</u>
Net increase	429,755	197,733
Net assets available for benefits:		
Beginning of the year	<u>3,821,740</u>	<u>3,624,007</u>
End of the year	<u><u>\$ 4,251,495</u></u>	<u><u>\$ 3,821,740</u></u>

See independent auditors' report and notes to financial statements.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements

Years Ended June 30, 2013 and 2012

1. DESCRIPTION OF THE PLAN

The following description of the Fabrico, Inc. Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a complete description of the Plan’s provisions.

General

The purpose of the Plan is to enable participating employees of Fabrico, Inc. (the “Company” or “Plan Administrator”) to accumulate capital accessible in their retirement years.

The Plan is a defined contribution plan covering substantially all employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

All assets acquired under this Plan as a result of participant and Company contributions, income and other additions will be administered, distributed, forfeited and otherwise governed by the provisions of this Plan. The Plan is administered by the Company for the exclusive benefit of participants in the Plan and their beneficiaries.

Effective September 1, 2011, the Company adopted a new Plan Document which modified certain of the Plan provisions as discussed below.

Eligibility

Each employee who is 18 years of age or older and has completed two months of service is eligible to make salary deferrals into the Plan. Prior to September 1, 2011, employees who were 21 years of age or older and had completed two months of service were eligible to make salary deferrals into the Plan.

Employees are eligible to receive the employer discretionary profit-sharing contributions if they have completed at least 1,000 hours of service during the Plan year and are employed by the Company at Plan year end. Prior to September 1, 2011, employees were eligible to receive the employer discretionary profit-sharing contributions if they had completed one year of service and were employed by the Company at Plan year end.

See independent auditors’ report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Participant Contributions

An active participant may elect to make contributions to the Plan subject to limitations as defined in the Internal Revenue Code as follows:

Compensation deferral contributions

Each active participant may elect to contribute to the Plan a percentage of their compensation, as defined, up to 50% of compensation, up to the maximum amount allowable under federal regulations and in the absence of an affirmative election, 2% of compensation will be deferred on each eligible employee's behalf, unless an employee opts not to participate. Effective July 16, 2012 participants may now elect to designate some or all of their deferral contributions as a Roth deferral contribution. Compensation deferral contributions are remitted to the Plan by the Company on the participants' behalf.

Rollover contributions

An active participant may, at the discretion of the Plan Administrator, contribute to the Plan, distributions from other qualified plans or individual retirement accounts, if the contributions satisfy the tax law requirements for a qualified rollover.

Total contributions by participants for the years ended June 30, 2013 and 2012 amounted to \$446,499 and \$433,505, respectively.

Employer Contributions

The Company, at its discretion, may elect to make a profit-sharing contribution to the Plan. The Company did not make a profit-sharing contribution in either of the years ended June 30, 2013 and 2012.

The Company does not provide for a matching contribution.

The Company made a \$188 contribution to the Plan in 2013 related to lost earnings on the late remittances (Note 7).

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Vesting

A participant will have a fully vested interest in that portion of their account attributable to compensation deferral contributions, rollover contributions and related investment earnings. Participants vest in the employer profit-sharing contributions based on whole years of service as follows:

<u>Completed Years of Service</u>	<u>Vested Percentage</u>
Less than 2 years	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years or more	100%

Prior to September 1, 2011 participants received vesting credit for a year of service if the participant earned at least 1,000 hours of service in a Plan year. Participants vest in the employer profit-sharing contributions prior to September 1, 2011 as follows:

<u>Completed Years of Credited Service</u>	<u>Vested Percentage</u>
Less than 3 years	0%
3 years	20%
4 years	40%
5 years	60%
6 years	80%
7 years or more	100%

Certain transitional provisions apply as defined in the Plan.

Forfeitures

Only contributions made by the Company are subject to forfeiture. Forfeitures may first be used to pay administrative expenses of the Plan. Any remaining amounts may be allocated to the accounts of eligible Plan participants. Prior to September 1, 2011, forfeitures were allowed to be used to reduce future employer contributions to the Plan.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (continued)

Forfeitures (concluded)

At June 30, 2013 and 2012, there was \$11,506 and \$16,358, respectively, in forfeited non-vested accounts. For the year ended June 30, 2013, \$6,125 of forfeitures were used to pay administrative expenses of the Plan. No forfeitures were used to reduce employer contributions, pay administrative expenses or allocated to participants for the year ended June 30, 2012.

Investments

The Plan offers a number of investment options which vary by investment objective. Participants elect in which investment or investments they wish their accounts invested. Participants may change their investment options daily. Earnings for each investment are allocated to each participant's investment account based on the ratio of each participant's account balance to the balance of all participants' accounts invested in the same investment.

Notes Receivable from Participants

Notes receivable from participants are made in accordance with provisions in the Plan. Notes receivable shall be in an amount not less than \$1,000 (\$500 prior to September 1, 2011) or greater than \$50,000, limited to 50% of a participant's vested interest in the Plan. Notes receivable are secured by an irrevocable pledge and assignment of up to 50% of the participant's vested interest in the Plan. Each note receivable shall bear a fixed interest rate equal to the prime rate at the date of the note plus one percent. Notes receivable are generally required to be repaid through regular payroll deductions within five years of the date it is made, unless such note is used to acquire a principal residence in which case the term is extended to a maximum of 10 years. A participant is not allowed to have more than one note outstanding at any time (two note maximum prior to September 1, 2011).

A note receivable is considered delinquent if the participant misses a regularly scheduled payment. A delinquent note is considered to be in default in the calendar quarter following the quarter in which the last payment was made. Upon default, the outstanding balance of the note receivable shall be deemed distributed to the participant. During the years ended June 30, 2013 and 2012, defaulted notes receivable deemed distributed amounted to \$19,784 and \$5,509, respectively.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

DESCRIPTION OF THE PLAN (concluded)

Distributions

Retirement, Disability or Death

Participants who retire or become disabled will be entitled to 100% of their account balance. Upon death, the participant's beneficiary will be entitled to 100% of the account balance, payable in accordance with the Plan agreement.

In Service

A participant who has reached age 59½ will be entitled to withdraw 100% of their vested account balance. Distributions can also be made as in-service hardship withdrawals, as defined.

Other Termination of Employment

Upon termination of employment for any reason other than retirement or death, the participant shall be entitled to receive the entire amount of their vested account balance.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts which shall not thereafter be subject to forfeiture.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting and are in conformity with accounting principles generally accepted in the United States of America.

Use of Estimates

The presentation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment Contracts

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

Investments Valuation and Income Recognition

Investments in mutual funds are valued at the net asset value of shares held by the Plan at year end. Investment transactions are recorded on the trade date basis. Interest income is recorded as earned on the accrual basis. Dividend income is recorded on the ex-dividend date. The investment contract is stated at fair value and adjusted to contract value based on information reported by the investment advisor.

Fair Value Hierarchy

The hierarchal framework prioritizes and ranks the level of market price observability used in measuring investments at fair value. Market price observability is impacted by a number of factors, including the type of investment and the characteristics specific to the investment. Investments with readily available active quoted prices or for which fair value can be measured from actively quoted prices generally will have a higher degree of market price observability and a lesser degree of judgment used in measuring fair value.

The Plan groups its financial instruments generally measured at fair value in three levels, based on the markets in which the instruments are traded and the reliability of the assumptions used to determine fair value. The three levels of the fair value hierarchy are as follows:

Level 1 - Fair values are based upon unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

SIGNIFICANT ACCOUNTING POLICIES (concluded)

Fair Value Hierarchy (concluded)

Level 2 - Fair values are based upon quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, and inputs other than quoted prices that are observable for the asset or liability, either directly or by correlation or other means.

Level 3 - Fair values are based upon unobservable inputs for the asset or liability and include situations where there is little, if any, market activity for the asset or liability. Such inputs are based upon the best information in the circumstances and may require significant management judgment or estimation.

In certain cases, inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

The Plan recognizes transfers between levels at the end of the reporting period as if the transfers occurred on the last day of the reporting period. There were no transfers during 2013 and 2012.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant notes are reclassified as distributions based upon the terms of the Plan document.

Benefit Payments

Benefits are recorded when paid.

Administrative Expenses

Certain costs of the Plan were paid by the Company for the years ended June 30, 2013 and 2012.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

3. FINANCIAL INFORMATION CERTIFIED BY THE TRUSTEES

The Plan Administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the following information certified by Fidelity Management Trust Company as of and for the years ended June 30, 2013 and 2012, except for comparing such information certified by the Trustee to information included in the Plan's financial statements and supplemental schedules. The Plan Administrator has obtained a certification from the Trustee for the years ended June 30, 2013 and 2012 that such information is complete and accurate.

Information certified as of and for the years ended June 30, 2013 and 2012 is as follows:

	<u>2013</u>	<u>2012</u>
Investments at fair value:		
Mutual funds	\$ 3,810,087	\$ 3,499,579
Investments at contract value:		
Collective investment fund	\$ 82,717	\$ 72,247
Notes receivable from participants:		
Notes receivable from participants	\$ 358,691	\$ 242,568
Investment income:		
Net appreciation in fair value of investments	\$ 253,261	\$ 52,593
Dividends and interest on investments	159,636	101,703
Interest income:		
Notes receivable from participants	\$ 12,038	\$ 11,011

The Trustee also certified the information included in the Supplemental Schedule of Assets (Held at End of Year) included on page 20 of the financial statements.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

4. INVESTMENTS

The following table represents the fair value of investments which individually exceed 5% of the Plan's net assets available for benefits at June 30, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Investments at fair value:		
Mutual Funds:		
Fidelity Freedom 2010 Fund	\$ 378,388	\$ 327,714
Fidelity Freedom 2015 Fund	239,450	258,116
Fidelity Freedom 2020 Fund	223,126	244,777
Fidelity Freedom 2025 Fund	532,344	423,838
Fidelity Freedom 2030 Fund	922,738	766,763
Fidelity Freedom 2035 Fund	516,804	431,885
Fidelity Freedom 2040 Fund	218,561	207,466

The Plan's net appreciation in the fair value of investments (including dividends reinvested and investments bought, sold, as well as held) was determined by the change in the underlying fair value of investments and amounted to \$253,261 and \$52,593 during the years ended June 30, 2013 and 2012, respectively.

Collective Investment Fund

The Plan has a benefit-responsive investment contract with Wells Fargo Bank, N.A. ("Wells Fargo"). Wells Fargo maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is reflected in the financial statements at fair value as reported to the Plan by Wells Fargo.

Since the collective investment fund is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the collective investment fund. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. Contract value, as reported to the Plan by Wells Fargo, represents contributions made under the contract, plus credited interest, less participant withdrawals and administrative expenses.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

INVESTMENTS (continued)

Collective Investment Fund (concluded)

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at June 30, 2013 and 2012 was \$87,075 and \$75,680, respectively. The crediting interest rate is based on a formula agreed upon with the issuer. The financial statements of the collective investment fund are based on a calendar year end and as such fair value estimates based on the ratio of the fair value of the net assets over the contract value of the net assets was utilized to determine the fair value at Plan year end.

Certain events may limit the ability of the Plan to transact at contract value. Such events include but may not be limited to the following: (1) the complete or partial termination of the Plan; (2) the establishment or activation of, or material change in, any Plan investment fund, or an amendment to the Plan or a change in the administration or operation of the Plan, including the removal of a group of employees from Plan coverage as a result of the sale or liquidation of a subsidiary or division or as a result of group layoffs or early retirement programs. The Plan Administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The collective investment fund does not permit the issuer to terminate the agreement prior to the scheduled maturity date.

	December 31,	
	2012	2011
Average yields:		
Wells Fargo Synthetic Stable Value Fund		
Based on actual earnings	1.02%	1.59%
Based on interest rate credited to participants	2.61	2.91

Fair Value Hierarchy

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2013 and 2012.

Mutual funds: Valued at the net asset value of shares held by the Plan at year end.

Collective investment fund: Valued as determined by the Trustee based on the net asset values and supported by the value of the underlying securities.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

INVESTMENTS (concluded)

Fair Value Hierarchy (concluded)

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.

Investments at Fair Value on a Recurring Basis

The following table summarizes the valuation of the Plan's investments by the fair value hierarchy as of June 30, 2013 and 2012:

	June 30, 2013			Fair Value
	Level 1	Level 2	Level 3	
Mutual funds:				
Target-date funds	\$ 3,264,734	\$ -	\$ -	\$ 3,264,734
Blended funds	52,851	-	-	52,851
Growth funds	253,894	-	-	253,894
Value funds	100,253	-	-	100,253
Bond funds	138,355	-	-	138,355
Collective investment fund	-	87,075	-	87,075
Total assets	<u>\$ 3,810,087</u>	<u>\$ 87,075</u>	<u>\$ -</u>	<u>\$ 3,897,162</u>

	June 30, 2012			Fair Value
	Level 1	Level 2	Level 3	
Mutual funds:				
Target-date funds	\$ 2,832,158	\$ -	\$ -	\$ 2,832,158
Blended funds	149,055	-	-	149,055
Growth funds	221,933	-	-	221,933
Value funds	137,692	-	-	137,692
Bond funds	158,741	-	-	158,741
Collective investment fund	-	75,680	-	75,680
Total assets	<u>\$ 3,499,579</u>	<u>\$ 75,680</u>	<u>\$ -</u>	<u>\$ 3,575,259</u>

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

5. TAX STATUS

The Company adopted a Fidelity Advisor 401(k) Program Volume Submitter Defined Contribution Plan, which the Internal Revenue Service determined, as stated in a letter dated March 31, 2008, was acceptable under the applicable requirements of the Internal Revenue Code and therefore, the Plan Administrator believes that the Plan qualifies as a tax-exempt plan. The Plan has been amended since receiving the determination letter, however, the Plan Administrator believes that the Plan is designed and operated in compliance with the applicable requirements of the Internal Revenue Code and therefore, believes that the Plan qualifies as a tax-exempt plan. Accordingly, no provision for income taxes has been included in the Plan's financial statements for either 2013 or 2012.

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 Internal Revenue Service ("IRS") or the Department of Labor ("DOL"). The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of June 30, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan Administrator believes it is no longer subject to examinations for years prior to June 30, 2010.

6. RISKS AND UNCERTAINTIES

The Plan invests in a variety of investment vehicles which are exposed to various risks, such as interest rate, market, and credit risks. 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 risk factors in the near term could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

7. PROHIBITED TRANSACTIONS

During 2013, the Plan Sponsor was late in depositing \$43,492 of participant contributions to the Plan. During 2012, the Plan Sponsor was late in depositing \$51,586 of participant contributions to the Plan, including one missed contribution of \$6,235. The DOL considers late deposits to be prohibited transactions.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Continued)

PROHIBITED TRANSACTIONS (concluded)

In October 2012, the Plan Sponsor remitted the 2012 missed contribution to the Plan, including \$188 representing investment income that would have been earned had the contribution been made on a timely basis. Such amount was paid by the Plan Sponsor. The Plan Sponsor anticipates correction of all other late remittances in Plan year 2014.

8. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

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

	June 30,	
	2013	2012
Net assets available for benefits per the financial statements	\$ 4,251,495	\$ 3,821,740
Less: Participant contributions receivable	-	(7,346)
Net assets available for benefits per Form 5500	<u>\$ 4,251,495</u>	<u>\$ 3,814,394</u>

The following is a reconciliation of the increase in net assets per the financial statements to the Form 5500 for the year ended June 30, 2013:

	2013
Net increase in net assets per the financial statements	\$ 429,755
Add: prior year participant contributions receivable	<u>7,346</u>
Net increase in net assets per Form 5500	<u>\$ 437,101</u>

9. RELATED PARTY TRANSACTIONS

At June 30, 2013 and 2012, Plan investments consist of shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions. Administrative costs of the Plan paid to the Trustee amounts to \$8,309 and \$2,390 for the years ended June 30, 2013 and 2012, respectively. Fees paid for investment management services are included as a reduction of the return earned by each mutual fund.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

Notes to Financial Statements (Concluded)

10. SUBSEQUENT EVENTS

Management has evaluated subsequent events through February 3, 2014, which is the date the financial statements were available to be issued. There were no subsequent events that require adjustment to or disclosure in the financial statements.

See independent auditors' report.

Fabrico Inc. Retirement Plan

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions

E.I.N. 30-0001515

Plan Number 001

Year Ended June 30, 2013

Description of Transaction	Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Check here if Late Participant Loan Repayments are included: ☒	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Delinquent contribution for pay period 09-15-11	\$ 8,205	\$ 8,205	\$ -	\$ -	\$ -
Delinquent contribution for pay period 10-06-11	6,235 *	-	6,235 *	-	-
Delinquent contribution for pay period 10-13-11	9,023	9,023	-	-	-
Delinquent contribution for pay period 10-20-11	8,889	8,889	-	-	-
Delinquent contribution for pay period 02-02-12	9,719	9,719	-	-	-
Delinquent contribution for pay period 05-31-12	9,515	9,515	-	-	-
Total delinquent contributions for 2012	<u>\$ 51,586</u>	<u>\$ 45,351</u>	<u>\$ 6,235</u>	<u>\$ -</u>	<u>\$ -</u>
Delinquent contribution for pay period 08-29-12	\$ 10,339	\$ 10,339	\$ -	\$ -	\$ -
Delinquent contribution for pay period 09-12-12	9,781	9,781	-	-	-
Delinquent contribution for pay period 12-26-12	12,687	12,687	-	-	-
Delinquent contribution for pay period 03-27-13	10,685	10,685	-	-	-
Total delinquent contributions for 2013	<u>\$ 43,492</u>	<u>\$ 43,492</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

* Remittance of participant loan repayments was not delinquent.

See independent auditors' report.

Fabrico, Inc. Retirement Plan

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

E.I.N. 30-0001515 Plan Number 001

June 30, 2013

a	b	c	d	e
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost (1)	Current Value
	Mutual funds:			
	American Century Investments Funds	1,360 shs American Century Heritage Fund		\$ 32,571
	BlackRock Advisors LLC	113 shs BlackRock International Index Fund		1,286
	Calamos GrowthWorks	671 shs Calamos International Growth Fund		11,470
	Columbia Management Investment Advisors LLC	112 shs Columbia International Value Fund		1,502
	Columbia Management Investment Advisors LLC	1,461 shs Columbia Mid Cap Index Fund		19,597
	Dreyfus Corporation	680 shs Dreyfus S&P 500 Index Fund		29,688
*	Fidelity Investments, Inc.	5,736 shs Fidelity Freedom 2005 Fund		66,994
*	Fidelity Investments, Inc.	30,965 shs Fidelity Freedom 2010 Fund		378,388
*	Fidelity Investments, Inc.	19,773 shs Fidelity Freedom 2015 Fund		239,450
*	Fidelity Investments, Inc.	17,638 shs Fidelity Freedom 2020 Fund		223,126
*	Fidelity Investments, Inc.	43,492 shs Fidelity Freedom 2025 Fund		532,344
*	Fidelity Investments, Inc.	71,364 shs Fidelity Freedom 2030 Fund		922,738
*	Fidelity Investments, Inc.	42,223 shs Fidelity Freedom 2035 Fund		516,804
*	Fidelity Investments, Inc.	16,697 shs Fidelity Freedom 2040 Fund		218,561
*	Fidelity Investments, Inc.	12,209 shs Fidelity Freedom 2045 Fund		124,893
*	Fidelity Investments, Inc.	3,209 shs Fidelity Freedom 2050 Fund		32,634
*	Fidelity Investments, Inc.	843 shs Fidelity Freedom 2055 Fund		8,802
*	Fidelity Investments, Inc.	1,037 shs Fidelity Freedom Income Fund		11,314
*	Fidelity Investments, Inc.	8,928 shs Fidelity Strategic Income Fund		108,747
	Invesco Funds	303 shs Invesco Equally-Weighted S&P 500 Fund		11,849
	John Hancock Advisers, LLC	4,468 shs John Hancock Disciplined Value Mid Cap Fund		67,201
	JPMorgan Chase & Company	354 shs JPMorgan Core Bond Fund A		4,135
	Massachusetts Financial Services Company	250 shs MFS Value Fund		7,321
	New York Life Investment Management LLC	6,172 shs MainStay Large Cap Growth Fund		53,140
	Oak Ridge Investments	1,274 shs Pioneer Oak Ridge Small Cap Growth Fund		43,427
	Oppenheimer Funds	1,362 shs Oppenheimer Developing Markets Fund		46,173
	Oppenheimer Funds	679 shs Oppenheimer Global Fund		47,516
	Oppenheimer Funds	3,972 shs Oppenheimer International Bond Fund		24,187
	Victory Capital Management, Inc.	669 shs Victory Small Company Opportunity A Fund		24,229
	Collective Investment Fund:			
	Wells Fargo Funds Management	1,743 shs Wells Fargo Synthetic Stable Value Fund		87,075
	Other:			
*	Notes receivable from participants	Interest rates ranging from 4.25% to 8.75%		358,691
	TOTAL INVESTMENTS			<u><u>\$ 4,255,853</u></u>

There were no investment assets which were both acquired and disposed of during the plan year.

(1) Cost information is not required for participant-directed investments.

* Party-in-interest.

See independent auditors' report.