

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</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 SPRINGFIELD ELECTRIC SUPPLY COMPANY DEFINED BENEFIT PLAN	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">001</td> </tr> <tr> <td colspan="2">1c Effective date of plan 02/01/1957</td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) 37-0739309</td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number 217-788-2100</td> </tr> <tr> <td colspan="2">2d Business code (see instructions) 423600</td> </tr> </table>	1b Three-digit plan number (PN) ▶	001	1c Effective date of plan 02/01/1957		2b Employer Identification Number (EIN) 37-0739309		2c Sponsor's telephone number 217-788-2100		2d Business code (see instructions) 423600	
1b Three-digit plan number (PN) ▶	001										
1c Effective date of plan 02/01/1957											
2b Employer Identification Number (EIN) 37-0739309											
2c Sponsor's telephone number 217-788-2100											
2d Business code (see instructions) 423600											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) SPRINGFIELD ELECTRIC SUPPLY COMPANY 700 N. 9TH ST. PO BOX 4106 SPRINGFIELD, IL 62708											

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.	07/29/2014	GREG LUTCHKA
	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 SPRINGFIELD ELECTRIC SUPPLY COMPANY 700 N. 9TH ST. PO BOX 4106 SPRINGFIELD, IL 62708		3b Administrator's EIN 37-0739309
		3c Administrator's telephone number 217-788-2100
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	247
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	155
b Retired or separated participants receiving benefits	6b	45
c Other retired or separated participants entitled to future benefits.....	6c	35
d Subtotal. Add lines 6a , 6b , and 6c	6d	235
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	8
f Total. Add lines 6d and 6e	6f	243
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1I		
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) ☐ <u>0</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

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

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

A Name of plan <u>SPRINGFIELD ELECTRIC SUPPLY COMPANY DEFINED BENEFIT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>SPRINGFIELD ELECTRIC SUPPLY COMPANY</u>	D Employer Identification Number (EIN) <u>37-0739309</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2013</u>	
2 Assets:	
a Market value	2a <u>16021490</u>
b Actuarial value	2b <u>16021490</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>54</u> <u>7540149</u>
b For terminated vested participants.....	3b <u>33</u> <u>1476318</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>143292</u>
(2) Vested benefits	3c(2) <u>7672274</u>
(3) Total active.....	3c(3) <u>160</u> <u>7815566</u>
d Total.....	3d <u>247</u> <u>16832033</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 <u>6.32</u> %
6 Target normal cost	6 <u>95015</u>

Statement by Enrolled Actuary

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

SIGN HERE		<u>07/18/2014</u>
	Signature of actuary	Date
<u>ALICIA TRAVISS</u>	Type or print name of actuary	<u>14-06970</u>
		Most recent enrollment number
<u>DELOITTE CONSULTING LLP</u>	Firm name	<u>312-486-3379</u>
		Telephone number (including area code)
<u>111 SOUTH WACKER CHICAGO, IL 60606-4301</u>	Address of the firm	

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

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

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	487989	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	487989	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>9.36</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		944353
b Interest on (a) using prior year's effective interest rate of <u>5.55</u> % except as otherwise provided (see instructions)		71004
c Total available at beginning of current plan year to add to prefunding balance		1015357
d Portion of (c) to be added to prefunding balance		1015357
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	1015357

Part III Funding Percentages		
14 Funding target attainment percentage	14	89.15 %
15 Adjusted funding target attainment percentage	15	89.15 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	74.51 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2013	250000	0	07/15/2014	300000	0
07/15/2013	250000	0			
10/15/2013	250000	0			
01/14/2014	250000	0			
03/10/2014	300000	0			
04/14/2014	300000	0			
Totals ▶			18(b)	1900000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	1788818
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

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

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

21 Discount rate:			
a Segment rates:	1st segment: 4.94%	2nd segment: 6.15%	3rd segment: 6.76 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	95015
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment.....		1825900	701055
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...		34	796070
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			0
36 Additional cash requirement (line 34 minus line 35).....	36		796070
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37		1788818
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	992748
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>SPRINGFIELD ELECTRIC SUPPLY COMPANY DEFINED BENEFIT 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>SPRINGFIELD ELECTRIC SUPPLY COMPANY</u>	D Employer Identification Number (EIN) <u>37-0739309</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
CHARLES SCHWAB & CO., INC.

94-1737782

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

94-3149038

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

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

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

CHARLES SCHWAB TRUST COMPANY

94-3149038

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 50	NONE	70453	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

DELOITTE CONSULTING LLP

06-1454513

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 50	NONE	45843	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

a Name:	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 H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>SPRINGFIELD ELECTRIC SUPPLY COMPANY DEFINED BENEFIT 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>SPRINGFIELD ELECTRIC SUPPLY COMPANY</u>	D Employer Identification Number (EIN) <u>37-0739309</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a	6845	504339
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	715000	1150000
	(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)	3847460	3313118
	(2) U.S. Government securities	1c(2)	2035543	3201421
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)	883996	315184
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)	1646623	1834810
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)		
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	6890987	8363064
	(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	16026454	18681936

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	16026454	18681936
---	-----------	----------	----------

Part II Income and Expense Statement

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

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	1900000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1900000

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	23067	
(B) U.S. Government securities	2b(1)(B)	15934	
(C) Corporate debt instruments	2b(1)(C)	31910	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	23205	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		94116

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	17396	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	252890	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		270286

(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	6320607	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	5971585	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		349022

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	141405	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		141405

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		925752
c Other income.....	2c		9079
d Total income. Add all income amounts in column (b) and enter total.....	2d		3689660

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	917882	
(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)		917882
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)	45843	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)	70453	
(4) Other.....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		116296
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1034178

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		2655482
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: KERBER, ECK & BRAECKEL LLP

(2) EIN: 43-0352985

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

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

Part IV Compliance Questions

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

During the plan year:

- a** Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....
- b** Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

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 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>SPRINGFIELD ELECTRIC SUPPLY COMPANY DEFINED BENEFIT 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>SPRINGFIELD ELECTRIC SUPPLY COMPANY</u>	D Employer Identification Number (EIN) <u>37-0739309</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>94-3149038</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>3</u>

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

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

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

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): _____

FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT



DEFINED BENEFIT PLAN

December 31, 2013 and 2012

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Independent Auditors' Report

To the Trustee and Participants of
Springfield Electric Supply Company
Defined Benefit Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Springfield Electric Supply Company Defined Benefit Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 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

Plan 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's sponsor, Springfield Electric Supply Company, instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by The Charles Schwab Trust Company, the custodian of the Plan, except for

Other Locations

Litchfield, IL • Jacksonville, IL • Belleville, IL • Carbondale, IL • Cape Girardeau, MO • St. Louis, MO • Milwaukee, WI

comparing the information with the related information included in the financial statements. We have been informed by the Plan's sponsor that the custodian holds the Plan's investment assets and executes investment transactions. The Plan's sponsor has obtained a certification from the custodian as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan's sponsor by the custodian 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 of Assets (Held at End of Year) is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

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

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, 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.

Kerber, Eck & Braeckel LLP

Springfield, Illinois
July 21, 2014

Springfield Electric Supply Company
Defined Benefit Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31

	<u>2013</u>	<u>2012</u>
ASSETS		
Investments, at fair value	\$ 17,027,597	\$ 15,304,609
Employer contributions receivable	1,150,000	715,000
Cash	<u>504,339</u>	<u>6,845</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 18,681,936</u>	<u>\$ 16,026,454</u>

The accompanying notes are an integral part of these statements.

Springfield Electric Supply Company
Defined Benefit Plan

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years ended December 31

	<u>2013</u>	<u>2012</u>
ADDITIONS		
Investment income		
Interest and dividends	\$ 364,402	\$ 312,084
Net appreciation		
in fair value of investments	<u>1,416,179</u>	<u>968,721</u>
	1,780,581	1,280,805
Employer contributions	1,900,000	1,860,000
Other income	<u>9,079</u>	<u>8,082</u>
Total additions	3,689,660	3,148,887
DEDUCTIONS		
Benefits paid to participants	917,882	923,629
Administrative expenses	<u>116,296</u>	<u>102,097</u>
Total deductions	<u>1,034,178</u>	<u>1,025,726</u>
Increase in net assets	2,655,482	2,123,161
Net assets available for benefits		
at beginning of year	<u>16,026,454</u>	<u>13,903,293</u>
Net assets available for benefits		
at end of year	<u>\$ 18,681,936</u>	<u>\$ 16,026,454</u>

The accompanying notes are an integral part of these statements.

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS

December 31, 2013 and 2012

NOTE A - DESCRIPTION OF THE PLAN

The following brief description of Springfield Electric Supply Company Defined Benefit Plan ("the Plan") is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information. Information about the Plan agreement, the vesting and benefit provisions, and the Pension Benefit Guaranty Corporation ("PBGC") benefit guarantee is contained in the Summary Plan Description. Copies of the Summary Plan Description and any amendments thereto are available upon request from the Company.

1. General

The Plan is a non-contributory defined benefit pension plan covering substantially all employees of Springfield Electric Supply Company ("the Company") with one or more years of service, age 21 or over prior to January 1, 2007. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and is administered by an Administrative Committee consisting of persons appointed by the Board of Directors of the Company. Charles Schwab, as custodian for the Plan, accumulates and invests contributions as directed by the Administrative Committee.

The Plan was frozen as of January 1, 2007. No participants will accrue credited service for any service on or after that date or will any compensation earned after such date be used. Participants will continue to accrue vesting service; however, no new participants will be added to the Plan as of January 1, 2007.

2. Contributions

Contributions to the Plan are made by the Company based on funding requirements determined annually by actuarial studies and include an amount necessary to amortize the unfunded actuarial liability. The contributions made for December 31, 2013 and 2012, were the amounts necessary to meet or exceed the minimum funding requirements required by ERISA.

3. Pension Benefits

Plan participants are entitled to receive benefit payments upon normal retirement at age 65 or at age 55, if the participant has, at a minimum, 10 years of credited service. The pension benefit is equal to 0.5% of that part of the participant's average annual compensation in excess of a specified social security base in effect for the calendar year in which the participant's normal retirement date occurs, plus 1% of the participant's average annual compensation, the sum of which shall be multiplied by the years of credited service. Average annual compensation is based on the five consecutive highest paid Plan years for which the employee was an active participant in the Plan. Average annual compensation was frozen as of January 1, 2007. The maximum number of years of service which may be counted is 35 years. Participants may also elect optional modes of payment (which allow for continuing income to a spouse or other beneficiary) or lump-sum payments if the accrued benefit is less than \$ 50,000.

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE A - DESCRIPTION OF THE PLAN - Continued

4. *Disability Benefits*

Plan participants who become totally disabled shall have, as a disability retirement benefit, a fully vested interest in their accrued benefit from all of their credited years of service at time of total disability.

5. *Vesting*

Plan participants' benefits become fully vested upon five years of credited service.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

1. *Basis of Accounting*

The accompanying financial statements have been prepared on the accrual basis, accordingly, additions are recorded when earned and deductions are recorded when incurred.

2. *Use of Estimates*

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

3. *Investment Valuation and Income Recognition*

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

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

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE B - SUMMARY OF ACCOUNTING POLICIES - Continued

4. *Accumulated Plan Benefits*

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provision for services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries upon retirement or termination.

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

5. *Payment of Benefits*

Benefit payments to participants are recorded upon distribution.

6. *Subsequent Events*

Management has evaluated subsequent events for recognition and disclosure in the financial statements through July 21, 2014, which is the date the financial statements were available to be issued. Through July 21, 2014, there are no subsequent events that require recognition or disclosure in the financial statements.

NOTE C - ACCUMULATED PLAN BENEFITS

Information regarding the actuarial present value of accumulated plan benefits at December 31, 2013 and 2012, (the actuarial valuation dates) is summarized as follows:

	<u>2013</u>	<u>2012</u>
Vested benefits		
Participants and beneficiaries currently receiving benefits	\$ 7,134,942	\$ 7,086,921
Other participants	<u>8,888,023</u>	<u>8,306,452</u>
Total	16,022,965	15,393,373
Nonvested benefits	<u>215,602</u>	<u>241,598</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 16,238,567</u>	<u>\$ 15,634,971</u>

Springfield Electric Supply Company
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NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE C - ACCUMULATED PLAN BENEFITS - Continued

The significant actuarial assumptions used to determine the actuarial present value of accumulated plan benefits at December 31, 2013 and 2012, are as follows:

Discount rate (rate used to determine the actuarial present value of accumulated plan benefits)	4.71% in 2013 and 3.86% in 2012, compounded annually
Salary progression	No future increases due to plan freeze
Retirement age	65 years
Life expectancy	RP-2000 Sex-Distinct Mortality Table
Actuarial cost method	Projected Unit Credited as described in ASC 715-30

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. Changes in actuarial assumptions include changing the discount rate for calculating ASC 715-30 expense from 3.86% in 2012 to 4.71% in 2013. The discount rates and mortality table were updated per IRS requirements. The mortality table was also updated to be the same as the mortality table used for Funding Target.

Information regarding the change in the actuarial present value of accumulated plan benefits is as follows for the years ended December 31:

	<u>2013</u>	<u>2012</u>
Actuarial present value of accumulated plan benefits, beginning of period	\$ 15,634,971	\$ 14,569,528
Benefits paid with interest	(919,023)	(960,955)
Benefits accumulated including changes due to plan experience	427,659	(293,801)
Increase for interest due to decrease in discount period	1,062,826	1,129,138
Change in actuarial assumptions	<u>32,134</u>	<u>1,191,061</u>
Actuarial present value of accumulated plan benefits, end of period	<u>\$ 16,238,567</u>	<u>\$ 15,634,971</u>

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE D - TAX STATUS OF THE PLAN

The Plan is intended to be qualified under Section 401(a) and tax exempt under Section 501(a) of the Internal Revenue Code. The Plan is a volume submitter plan and obtained its last approval letter, dated January 18, 2012, in which the Internal Revenue Service stated that the Plan was in compliance with the applicable requirements of the Internal Revenue Code. Company management believes the Plan is designed and is currently being operated in compliance with applicable requirements of the Internal Revenue Code and that the related trust is tax-exempt at the financial statement date.

The Plan has recognized in the financial statements the effects of all tax positions and continually evaluates expiring statutes of limitations, audits, changes in tax law, and new authoritative rulings. The Plan is not aware of any circumstances or events that make it reasonably possible that unrecognized tax benefits may increase or decrease within 12 months of the statement of net assets available for benefits date. Penalties and interest assessed by taxing authorities are included in administrative expenses, if applicable. There were no interest and penalties during 2013 and 2012.

The Plan files a Form 5500 return in the federal jurisdiction. The returns prior to 2010 are closed.

NOTE E - SUMMARY FINANCIAL INFORMATION CERTIFIED BY THE CUSTODIAN

The following is a summary of the unaudited information regarding the Plan at December 31, 2013 and 2012, and for the years then ended, included in the Plan's financial statements and supplementary information that was prepared by The Charles Schwab Trust Company, custodian under the Plan, and furnished to the Plan sponsor. The Company has obtained certifications from the custodian that such information is complete and accurate, as follows:

	<u>(unaudited)</u>	
	<u>2013</u>	<u>2012</u>
Statements of net assets available for benefits		
Assets		
Cash and investments, at fair value	\$ 17,531,936	\$ 15,311,454
Statements of changes in net assets available for benefits		
Interest and dividends	364,402	312,084
Net appreciation in fair value of investments	1,416,179	968,721

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE F - INVESTMENTS AND FAIR VALUE MEASUREMENTS

Individual investments that represent 5% or more of the net assets available for benefits are separately identified and shown with an "*" in the following table that presents the fair values of investments as of December 31:

	<u>2013</u>	<u>2012</u>
Investments at fair value as determined by quoted market prices		
United States government securities	\$ 1,575,672	\$ 1,394,727
Municipal obligations	1,625,749	640,817
Corporate bonds and debentures	315,184	883,997
Corporate equity securities	1,834,809	1,646,623
Money market funds	1,065,790	1,657,380
* AQR managed futures strategy	1,141,476	822,730
* AQR multi-strategy alternative	1,124,110	819,188
Other registered investment companies	6,097,478	5,249,068
Investments at fair value as determined by estimated fair value		
Certificates of deposit	<u>2,247,329</u>	<u>2,190,079</u>
	<u>\$ 17,027,597</u>	<u>\$ 15,304,609</u>

During 2013 and 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

	<u>2013</u>	<u>2012</u>
Investments at fair value as determined by quoted market prices		
United States government securities	\$ (67,008)	\$ (72,446)
Municipal obligations	(26,859)	(3,683)
Corporate bonds and debentures	(22,599)	(6,603)
Corporate equity securities	600,430	287,124
Registered investment companies	925,753	756,959
Investments at fair value as determined by estimated fair value		
Certificates of deposit	<u>6,462</u>	<u>7,370</u>
	<u>\$ 1,416,179</u>	<u>\$ 968,721</u>

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE F - INVESTMENTS AND FAIR VALUE MEASUREMENTS - Continued

The Plan follows the fair value measurement guidance for financial assets and financial liabilities. The guidance defines fair value, establishes a framework for measuring value and expands disclosure about fair value measurements. In addition, the guidance permits an entity to measure eligible financial instruments and other items at fair value. The Plan has not made any fair value elections.

Fair value is defined to be the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A three-level hierarchy has been established for fair value measurements based upon the inputs to the valuation of an asset or liability as follows:

Level 1 – Valuation is based on quoted prices for identical assets and liabilities in active markets.

Level 2 – Valuation is derived from inputs, other than quoted prices included in Level 1, which are observable for the asset or liability either directly or indirectly. Investments classified as Level 2 are generally valued by benchmarking model-derived prices to quoted market prices and trade data for identical or comparable securities. The significant inputs used in this approach include interest rates, prepayment timing, yield spreads, maturities, credit losses and credit ratings of the securities.

Level 3 – Valuation is derived from unobservable inputs that are not corroborated by market data.

Fair values of registered investment companies, U.S. government securities, money market funds and corporate equity securities have been determined by the Plan from observable market quotations as provided by the Plan's custodian bank, when available. Fair values of corporate bonds and debentures, municipal obligations and certificates of deposit have been determined using other observable inputs as provided by the Plan's custodian bank.

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE F - INVESTMENTS AND FAIR VALUE MEASUREMENTS - Continued

The following table presents the Plan's fair value hierarchy for those assets and liabilities measured at fair value on a recurring basis as of December 31:

	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
<u>2013</u>				
Investments				
United States government securities	\$ 1,575,672	\$ 1,575,672	\$ -	\$ -
Municipal obligations	1,625,749	-	1,625,749	-
Corporate bonds and debentures	315,184	-	315,184	-
Corporate equity securities				
Conglomerates	20,029	20,029	-	-
Consumer goods	272,360	272,360	-	-
Financials	197,603	197,603	-	-
Health Care	185,551	185,551	-	-
Industrials	33,009	33,009	-	-
Materials	138,361	138,361	-	-
Services	431,040	431,040	-	-
Technology	392,764	392,764	-	-
Energy	69,321	69,321	-	-
Capital goods	94,771	94,771	-	-
Money market funds	1,065,790	1,065,790	-	-
Registered investment companies				
Diversified emerging markets funds	311,345	311,345	-	-
Multi strategy funds	1,124,110	1,124,110	-	-
Growth funds	1,237,312	1,237,312	-	-
Managed futures funds	1,141,476	1,141,476	-	-
Real estate investment funds	545,810	545,810	-	-
Blended funds	1,012,575	1,012,575	-	-
Value funds	2,594,518	2,594,518	-	-
Foreign	395,918	395,918	-	-
Certificates of deposit	<u>2,247,329</u>	<u>-</u>	<u>2,247,329</u>	<u>-</u>
	<u>\$ 17,027,597</u>	<u>\$ 12,839,335</u>	<u>\$ 4,188,262</u>	<u>\$ -</u>

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE F - INVESTMENTS AND FAIR VALUE MEASUREMENTS - Continued

<u>2012</u>	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Investments				
United States government securities	\$ 1,394,727	\$ 1,394,727	\$ -	\$ -
Municipal obligations	640,817	-	640,817	-
Corporate bonds and debentures	883,997	-	883,997	-
Corporate equity securities				
Conglomerates	18,634	18,634	-	-
Consumer goods	188,610	188,610	-	-
Financials	160,689	160,689	-	-
Health Care	136,583	136,583	-	-
Industrials	82,372	82,372	-	-
Materials	113,443	113,443	-	-
Services	386,117	386,117	-	-
Technology	424,888	424,888	-	-
Utilities	1,335	1,335	-	-
Energy	48,456	48,456	-	-
Capital goods	76,440	76,440	-	-
Transportation	9,056	9,056	-	-
Money market funds	1,657,380	1,657,380	-	-
Registered investment companies				
Diversified emerging markets funds	282,571	282,571	-	-
Multi strategy funds	819,188	819,188	-	-
Growth funds	1,038,816	1,038,816	-	-
Managed futures funds	822,730	822,730	-	-
Real estate investment funds	1,465,047	1,465,047	-	-
Value funds	2,098,969	2,098,969	-	-
Foreign	363,665	363,665	-	-
Certificates of deposit	<u>2,190,079</u>	<u>-</u>	<u>2,190,079</u>	<u>-</u>
	<u>\$ 15,304,609</u>	<u>\$ 11,589,716</u>	<u>\$ 3,714,893</u>	<u>\$ -</u>

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE G - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- a. Benefits attributable to employee contributions, taking into account those paid out before termination.
- b. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
- c. Other vested benefits insured by the Pension Benefit Guaranty Corporation (PBGC) up to the applicable limitations (discussed below).
- d. All other vested benefits (that is, vested benefits not insured by the PBGC).
- e. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees. That ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or Plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form other than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

Springfield Electric Supply Company
Defined Benefit Plan

NOTES TO FINANCIAL STATEMENTS - CONTINUED

December 31, 2013 and 2012

NOTE G - PLAN TERMINATION - Continued

Benefit improvements attributable to Plan amendments may not be fully guaranteed even though total benefit entitlements fall below the aforementioned ceilings. For example, none of the improvements would be guaranteed if the Plan were to terminate within one year of the amendment. After that date, the PBGC would guarantee 20% of any benefit improvements that resulted in benefits below the ceiling, with an additional 20% guaranteed each year the Plan continued beyond the effective date of the amendment. If the amount of the benefit increase below the ceiling is also less than \$ 100, \$ 20 of the increase (rather than 20%) becomes guaranteed by the PBGC each year following the effective date of the amendment. As a result, only the primary ceiling will be applicable after an amendment is effective for five years. Whether all participants receive their benefits, should the Plan terminate at some future time, will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations, and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

NOTE H - RISKS AND UNCERTAINTIES

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

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

SUPPLEMENTARY INFORMATION

Springfield Electric Supply Company
Defined Benefit Plan

EIN 37-0739309
Plan Number 001

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

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
	Money Market Funds			
*	SCHWAB RETIREMENT ADVTG MONEY FUND	Money market fund	\$ 301,451	\$ 301,451
*	SCHWAB US TREASURY MONEY FUND	Money market fund	764,339	764,339
	Total Money Market Funds		1,065,790	1,065,790
	Certificates of Deposit			
	ALLY BANK MIDVAL	.8500% 11/16/15	150,025	150,712
	AMER EXP CENT	1.55% 11/24/14	200,025	202,108
	BMW BANK NA	0.90% 6/13/17	245,788	247,681
	COMPASS BANK	2.00% 10/9/18	250,025	252,162
	DISCOVER BANK	1.10% 6/22/15	245,025	247,000
	GE CAP RETAIL BK	1.35% 6/15/16	245,025	248,123
	GE CAPITAL FINAN	1.45% 2014	250,025	251,293
	GOLDMAN SACHS BK	1.15% 2/2/15	100,025	100,728
	GOLDMAN SACHS BK	1.35% 6/20/16	100,025	100,917
	HUNTINGTON NATL	0.80% 12/15/14	245,025	245,896
	SALLIE MAE BK MURRAY UTAH	0.85% 10/3/14	200,025	200,709
	Total Certificates of Deposit		2,231,038	2,247,329
	Registered Investment Companies			
	AMERICAN TOWER CORP REIT	223.000 shares	10,963	17,800
	AQR MANAGED FUTURES STRATEGY	107,788.108 shares	1,069,943	1,141,476
	AQR MULTI STRATEGY AFD CL I	114,939.639 shares	1,133,058	1,124,110
	CBRE CLARION LONG/SHORT INSTL	54,228.657 shares	556,913	536,321
	COHEN & STEERS INTL REALTY FD CL I	24,045.872 shares	292,460	274,123
	COHEN & STEERS REALTY SHARES	4,143.586 shares	269,502	260,300
	CRM MID CAP VALUE FD INSTL CL	14,992.882 shares	383,047	519,204
	DODGE & COX INTL STOCK FD	10,385.082 shares	361,458	446,974
	DODGE & COX STK FD	5,048.323 shares	637,485	852,510
	LASALLE HOTEL PPTYS	369.000 shares	9,231	11,387
	OAKMARK INTL SMALL CAP FD I	22,911.921 shares	286,192	395,918
	TOUCHSTONE EMRG MKTS	27,948.431 shares	355,567	311,346
	VANGUARD SMALL CAP INDEX SIGNAL	10,028.506 shares	475,000	476,254
	VANGUARD GROWTH INDEX FD SIGNAL	17,937.839 shares	482,377	795,005
	VANGUARD VALUE INDEX FD SIGNAL	25,034.855 shares	605,068	775,830
	WILLIAM BLAIR INTL GROWTH FD CL I	15,775.051 shares	352,331	424,506
	Total Registered Investment Companies		7,280,595	8,363,064

Springfield Electric Supply Company
Defined Benefit Plan

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Plan Number 001

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

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
	United States Government Securities			
	FED HOME LN BK	1.20%	\$ 247,954	\$ 248,410
	UST INFL IDX	0.5% 4/15/15	99,768	110,151
	UST INFL IDX	1.25% 4/15/14	100,113	111,074
	UST INFL IDX	0.125% 2016	217,785	217,318
	UST INFL IDX	1.375% 7/15/18	550,248	645,706
	UST INFL IDX	1.875% 07/15/19	199,185	243,013
	Total United States Government Securities		1,415,053	1,575,672
	Municipal Obligations			
	COLUMBUS GA WTR	1.80% 5/1/17	139,272	134,263
	COLUMBUS MULTI-	4.408% 1/15/17	163,722	157,263
	HINESVILLE GA WTR	2.00% 10/1/16	190,832	186,384
	KENOSHA WIS UNLSCH	2.00% 4/1/16	200,813	202,114
	KILLEEN TEX WTR	0.862% 8/15/16	100,025	99,157
	LANE CNTY ORE SCH	4.00% 6/1/15	252,855	250,088
	NEW MEXICO ST UN	1.35% 4/1/17	231,796	223,334
	TOWN OF STRATFO	2.017% 8/15/16	151,951	152,137
	WEST VIRGINIA	1.512% 10/01/17	225,025	221,009
	Total Municipal Obligations		1,656,291	1,625,749
	Corporate Bonds and Debentures			
	GE CAPITAL CORP	4.875% 03/04/2015	294,825	315,184
	Total Corporate Bonds and Debentures		294,825	315,184

Springfield Electric Supply Company
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SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) - CONTINUED

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par. or Maturity Value	Cost	Current Value
	Corporate Equity Securities			
		<u>Number of Shares</u>		
	ACCENTURE PLC CL A	244.000 shares	\$ 9,423	\$ 20,062
	ACETO CORP	197.000 shares	1,965	4,927
	ACTAVIS PLC	55.000 shares	7,626	9,240
	ADOBE SYSTEMS INC	148.000 shares	6,944	8,862
	AGILENT TECHNOLOGIES INC	191.000 shares	10,553	10,923
	ALLEGHANY TECH INC NEW	183.000 shares	4,757	6,520
	ALLERGAN INC	160.000 shares	9,213	17,773
	ALLIANCE DATA SYSTEMS	63.000 shares	11,853	16,565
	AMERICAN AIRLS GROUP	150.000 shares	3,635	3,788
	AMERICAN VANGUARD CORP	451.000 shares	11,194	10,955
	AMERICAS CAR-MART INC	156.000 shares	3,919	6,588
	AMPHENOL CORP CL A	213.000 shares	8,558	18,995
	ANSYS INC	128.000 shares	11,047	11,162
	APOLLO GROUP INC CLASS A	219.000 shares	5,867	5,983
	APPLE INC	42.000 shares	24,038	23,563
	ARES CAPITAL CORP	578.000 shares	8,874	10,271
	ASPEN INSURANCE HOLDING	319.000 shares	9,329	13,178
	ATWOOD OCEANICS INC	166.000 shares	6,447	8,863
	AURICO GOLD INC F	1477.000 shares	9,981	5,406
	AVAGO TECHNOLOGIES LTD	101.000 shares	4,422	5,341
	BANK OF THE OZARKS INC	177.000 shares	3,592	10,016
	BARD C R INC	49.000 shares	6,646	6,563
	BARNES GROUP INC	317.000 shares	7,727	12,144
	BELDEN CDT INC	111.000 shares	4,881	7,820
	BEST BUY INC	154.000 shares	6,425	6,142
	BORG WARNER INC	229.000 shares	10,757	12,803
	CAMPUS CREST COMMUNITIES	791.000 shares	7,822	7,443
	CANADIAN PAC RAILWAY	72.000 shares	10,283	10,895
	CASH AMERICA INTERNATIONAL	148.000 shares	5,236	5,668
	CATO CORP CL A NEW	84.000 shares	2,196	2,671
	CELGENE CORP	106.000 shares	13,377	17,911
	CHATHAM LODGING TR	697.000 shares	11,966	14,254
	CHECK PT SOFTWARE TECH F	189.000 shares	7,234	12,190
	CHEMED CORPORATION NEW	52.000 shares	3,085	3,984
	CHESAPEAKE LODGING T	320.000 shares	4,985	8,093
	CHIPOTLE MEXICAN GRILL	14.000 shares	7,315	7,459
	CLOUD PEAK ENERGY IN	250.000 shares	4,918	4,500
	COLONY FINANCIAL INC	277.000 shares	4,860	5,620
	COMMVAULT SYSTEMS	72.000 shares	5,005	5,390
	CORE LABORATORIES N V	28.000 shares	5,343	5,347
	COSTCO WHSL CORP NEW	151.000 shares	10,126	17,972
	COVIDIEN PLC NEW F	175.000 shares	8,174	11,918
	CRANE COMPANY	113.000 shares	4,422	7,599
	CREE INC	119.000 shares	5,540	7,440
	CTRIPT COM INTL LTD ADR	54.000 shares	3,012	2,679
	CUBIC CORPORATION	164.000 shares	8,687	8,636
	CUSTOMERS BANCORP	582.000 shares	11,610	11,908
	CVS CAREMARK CORP	249.000 shares	11,495	17,821

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

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
	Corporate Equity Securities			
		<u>Number of Shares</u>		
	DANAHER CORPORATION DELAWARE	214.000 shares	\$ 13,253	\$ 16,521
	DIRECTV	289.000 shares	15,827	19,958
	DISCOVERY COMMUNICATIONS SER A	176.000 shares	7,401	15,914
	DYCOM INDUSTRIES INC	472.000 shares	7,136	13,117
	E M C CORP MASS	649.000 shares	11,750	16,322
	E P L OIL & GAS INC	150.000 shares	2,598	4,275
	E-TRADE FINANCIAL CP	622.000 shares	10,731	12,216
	ECOLAB INC	139.000 shares	6,170	14,494
	ELECTRONIC ARTS	231.000 shares	5,277	5,299
	ENDURANCE SPECIALTY HLDG	103.000 shares	4,521	6,043
	ENERGEN CORP	103.000 shares	8,356	7,287
	ENERSYS	107.000 shares	2,614	7,500
	ENSIGN GROUP INC	230.000 shares	9,370	10,182
	ENSTAR GROUP LTD	71.000 shares	8,985	9,863
	ENTROPIC COMMUNICATIONS	1,595.000 shares	10,055	7,497
	EXLSERVICE HLDGS INC	291.000 shares	8,311	8,037
	EXPRESS SCRIPTS HOLDING COMPANY	204.000 shares	3,555	14,329
	FIRST REPUBLIC BANK	215.000 shares	9,612	11,255
	FLOWSERVE CORPORATION	71.000 shares	5,449	5,597
	FOOT LOCKER INC	261.000 shares	10,328	10,816
	FOSSIL GROUP INC	69.000 shares	8,849	8,276
	GAP INC	236.000 shares	10,548	9,223
	GARTNER GROUP INC	231.000 shares	13,320	16,413
	GILEAD SCIENCES INC	204.000 shares	4,439	15,320
	GLACIER BANCORP INC NEW	116.000 shares	2,778	3,456
	GLOBAL CASH ACCESS LLC	1211.000 shares	8,936	12,098
	GNC HOLDINGS INC	91.000 shares	3,430	5,319
	GOOGLE INC CLASS A	28.000 shares	16,221	31,380
	GRAINGER W W INC	29.000 shares	5,681	7,407
	GREEN DOT INC CL A	481.000 shares	7,101	12,097
	GUESS INC	230.000 shares	6,023	7,146
	HARMAN INTL INDS INC NEW	323.000 shares	19,332	26,438
	HASBRO	229.000 shares	11,112	12,597
	HEALTH NET INC	202.000 shares	5,708	5,993
	HORACE MANN EDUCATORS CORP	205.000 shares	5,682	6,466
	IBERIABANK CORP	142.000 shares	7,900	8,925
	ILLUMINA INC	91.000 shares	6,504	10,064
	INCYTE GENOMICS INC	173.000 shares	6,930	8,759
	INNOPHOS HOLDINGS INC	125.000 shares	6,131	6,075
	INTUIT	160.000 shares	4,744	12,211
	INVESCO LTD F	157.000 shares	5,202	5,715
	JAZZ PHARMACEUTICALS PLCF	59.000 shares	4,095	7,467
	KANSAS CITY SOUTHERN	178.000 shares	15,088	22,042
	KEY ENERGY GROUP INC	598.000 shares	4,115	4,724
	KIRBY CORPORATION	49.000 shares	1,879	4,863
	KULICKE & SOFFA INDS INC	434.000 shares	4,505	5,772
	LANDEC CORP	1232.000 shares	15,429	14,932
	LINKEDIN CORP	95.000 shares	19,433	20,599

Springfield Electric Supply Company
Defined Benefit Plan

EIN 37-0739309
Plan Number 001

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

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
	Corporate Equity Securities			
		Number of Shares		
	LKQ CORP	283.000 shares	\$ 8,824	\$ 9,311
	LPL FINANCIAL HLDGS INC	274.000 shares	10,725	12,892
	MANPOWER INC	120.000 shares	8,944	10,303
	MATERION CORPORATION	552.000 shares	12,809	17,029
	MCKESSON CORPORATION	115.000 shares	13,273	18,561
	MEDIVATION INC	69.000 shares	4,414	4,404
	METHANEX CORP	107.000 shares	2,765	6,339
	MICHAEL KORS HLDGS LTD	78.000 shares	3,026	6,333
	MICRON TECHNOLOGY INC	392.000 shares	6,438	8,526
	MIDDLEBY CORP THE	50.000 shares	8,428	11,986
	MOHAWK INDS INC	108.000 shares	10,016	16,081
	MONSANTO CO NEW DEL	146.000 shares	10,864	17,016
	MONSTER BEVERAGE CORP	139.000 shares	8,255	9,420
	MOOG INCORPORATED CL A	146.000 shares	6,383	9,919
	MRC GLOBAL	230.000 shares	5,553	7,420
	MYR GROUP INC DEL	333.000 shares	7,915	8,352
	NETFLIX INC	20.000 shares	3,984	7,363
	NETGEAR INC	423.000 shares	13,446	13,934
	NEWPARK RESOURCES	666.000 shares	5,075	8,185
	NIKE INC	152.000 shares	5,032	11,953
	NU SKIN ENTERPRISES CL A	87.000 shares	4,018	12,025
	OCEANEERING INTL INC	136.000 shares	9,878	10,728
	OLIN CORP	202.000 shares	4,161	5,828
	OMNIVISION TECHNOLOGIES INC	575.000 shares	7,442	9,890
	ORACLE CORPORATION	535.000 shares	18,647	20,469
	PANDORA MEDIA INC	452.000 shares	10,552	12,023
	PENTAIR LTD	146.000 shares	8,334	11,340
	PETSMART INC	144.000 shares	10,155	10,476
	PHARMACYCLICS INC	99.000 shares	10,393	10,472
	PHILIP MORRIS INTL INC	210.000 shares	19,129	18,297
	PINNACLE FINL PARTNERS	283.000 shares	8,762	9,206
	PIONEER NATURAL RES CO	105.000 shares	15,462	19,327
	PITNEY BOWES INC	572.000 shares	9,070	13,328
	POLARIS INDUSTRIES INC	179.000 shares	18,043	26,070
	PRECISION CASTPARTS CORP	52.000 shares	8,961	14,004
	PRECISION DRILLING TR	1,579.000 shares	12,687	14,795
	PRICELINE.COM INC NEW	11.000 shares	11,119	12,786
	RENT A CENTER INC	110.000 shares	2,364	3,667
	RESMED INC	215.000 shares	9,896	10,122
	RLJ LODGING TRUST	467.000 shares	10,072	11,357
	ROPER INDS INC NEW	75.000 shares	9,345	10,401
	ROSS STORES INC	176.000 shares	4,027	13,188
	S B A COMMUNICATIONS CORP	80.000 shares	4,407	7,187
	SANDISK CORP	79.000 shares	5,467	5,573
	SCHLUMBERGER LTD	199.000 shares	17,797	17,932
	SERVICE NOW INC	268.000 shares	9,098	15,011
	SPIRIT AIRLINES	232.000 shares	3,615	10,535

Springfield Electric Supply Company
Defined Benefit Plan

EIN 37-0739309
Plan Number 001

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

December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investments Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value
	Corporate Equity Securities	<u>Number of Shares</u>		
	SPLUNK INC	55.000 shares	\$ 3,724	\$ 3,777
	STARBUCKS CORP	242.000 shares	12,113	18,970
	STARWOOD PTY TRUST	200.000 shares	4,219	5,540
	STATE BANK FINL CORP	768.000 shares	11,973	13,970
	STRYKER CORP	196.000 shares	12,811	14,727
	SYNNEX CORPORATION	90.000 shares	2,655	6,066
	TITAN INTERNATIONAL INC	778.000 shares	14,562	13,988
	TOLL BROTHERS INC	204.000 shares	5,710	7,548
	TOWER WATSON & CO	106.000 shares	7,191	13,527
	TRACTOR SUPPLY CO	142.000 shares	5,785	11,016
	TRIANGLE CAP CORP	286.000 shares	8,333	7,908
	TRIMBLE NAV LTD	323.000 shares	10,570	11,208
	TRIPADVISOR INC	148.000 shares	9,816	12,259
	TRIUMPH GRP INC NEW	106.000 shares	5,050	8,063
	US SILICA HLDGS INC	271.000 shares	5,298	9,244
	UNDER ARMOUR INC CL A	94.000 shares	6,804	8,206
	UNITED STATIONERS INC	130.000 shares	5,850	5,966
	UNITED TECHNOLOGIES CORP	176.000 shares	12,595	20,029
	VISA INC CL A	96.000 shares	8,123	21,377
	VULCAN MATLS CO	152.000 shares	7,254	9,032
	WATERS CORPORATION	112.000 shares	7,925	11,200
	WELLCARE HEALTH PLANS	103.000 shares	5,304	7,253
	WELLS FARGO & CO NEW	329.000 shares	9,865	14,937
	WHIRLPOOL CORP	53.000 shares	5,710	8,313
	YANDEX N V CL A	243.000 shares	8,506	10,484
	YELP INC CLASS A	126.000 shares	6,937	8,687
	Total Corporate Equity Securities		<u>1,382,531</u>	<u>1,834,809</u>
	Cash	N/A	<u>504,339</u>	<u>504,339</u>
			<u>\$ 15,830,462</u>	<u>\$ 17,531,936</u>

* Party-in-interest

Schedule SB, Line 26 – Schedule of Active Participant Data

Participant Information

The following table displays the distribution of active participants by age and service.

Age Group	Service Group										Total
	< 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+	
0 – 24	0	0	0	0	0	0	0	0	0	0	0
25 – 29	0	0	3	0	0	0	0	0	0	0	3
30 – 34	0	0	3	2	0	0	0	0	0	0	5
35 – 39	0	0	5	3	3	0	0	0	0	0	11
40 – 44	0	0	3	2	11	9	1	0	0	0	26
45 – 49	0	0	2	10	9	4	5	0	0	0	30
50 – 54	0	0	5	4	4	7	4	2	2	0	28
55 – 59	0	0	2	1	10	4	3	6	2	0	28
60 – 64	0	0	0	4	9	5	4	1	1	2	26
65 – 69	0	0	0	1	1	0	0	0	0	0	2
70+	0	0	0	0	1	0	0	0	0	0	1
Total	0	0	23	27	48	29	17	9	5	2	160

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

Actuarial Assumptions

Mortality	As defined in regulations 1.430(h)(3). This table is based on the RP-2000 sex distinct table that reflects projected mortality improvements 15 years into the future from the valuation date for nonannuitants and 7 years into the future for annuitants.				
Interest		Pre-MAP-21 Segment Rates ¹	25 Year Average Segment Rates	MAP-21 Corridor (85%-115% for 2013)	MAP-21 Segment Rates ²
	Lookback Month	September	N/A	N/A	N/A
	First Segment Rate	1.75%	5.81%	4.94% - 6.68%	4.94%
	Second Segment Rate	4.62%	7.23%	6.15% - 8.31%	6.15%
	Third Segment Rate	5.72%	7.95%	6.76% - 9.14%	6.76%
	Effective Rate	4.95%	N/A	N/A	6.32%
	¹ Used for maximum deductible, PBGC Variable Rate Premium, ERISA 4010 reporting and excess assets for §420 transfers ² Used for minimum funding and benefit restrictions				
Salary Growth	No future increases in plan compensation will be valued due to the plan freeze on January 1, 2007.				
Assumed Retirement Age	Age 65 for employees under age 65; immediate for employees over age 65.				
Withdrawal	Rates of withdrawal for included employees are shown in the table below for sample ages.				
	Age	Males	Females		
	20	6.6%	6.6%		
	25	5.3	5.3		
	30	4.8	4.8		
	35	4.5	4.5		
	40	3.8	3.8		
	45	3.2	3.2		
	50	1.5	1.5		
55	0.3	0.3			
60	0.0	0.0			
Percentage Married	Assumed 100% married.				
Spousal Age Difference	Spouses are assumed to be the same age.				
Form of Payment	Participants are assumed to elect the normal form of payment.				
Valuation Date	January 1, 2013.				
Assumption Changes Since Last Year	The interest rate assumption has been updated to reflect the provisions of the Moving Ahead for Progress in the 21st Century Act of 2012 ("MAP-21").				
	There have been no other changes in actuarial methods or assumptions since the prior valuation other than the required changes mandated by the Pension Protection Act of 2006 with respect to the mortality table.				

Actuarial Methods for Funding, Expense and Present Value of Accrued Benefits

Liability Valuation Method

Funding Target and Target Normal Cost as Defined in PPA

The funding target is defined to be the present value of the benefits accrued or earned at valuation date. The earned benefits include retirement-type benefits and ancillary benefits (1.430(d)-1(c)(1)(i)). If the amount of a benefit that is expected to be paid is neither a function of the accrued benefit at the time the benefit is expected to be paid nor a function of the participant's service at that time, then the portion of the benefit taken into account for purposes of determining the funding target for a plan year is based on the proportion of a participant's service as of the first day of the plan year relative to the service the participant will have when the participant decrements. The portion of the benefit that is taken into account in the target normal cost is the increase in the proportional benefit for the plan year (1.430(d)-1(c)(1)(ii)(C)). The determination of the funding target and target normal cost of a plan for a plan year is not permitted to take into account any limitations or anticipated limitations under section 436 (1.430(d)-1(c)(1)(iii)).

The target normal cost is the present value of all the benefits expected to accrue or to be earned during the year (benefits attributable to services performed in a prior year that are increased by reason of a compensation increase in the current year are treated as having accrued during the current year). Plan administrative expenses paid (or expected to be paid) from plan assets for a plan year are not reflected in the determination of a plan's funding target for that plan year (1.430(d)-1(c)(2)), but are reflected in the determination of a plan's target normal cost.

Generally if insurance contracts are held by the Plan, they are included in plan assets and the related benefits are included in the liability. In the case of benefits that are funded through insurance contracts purchased from an insurance company licensed under the laws of a State, the Plan is permitted to exclude the benefits from the liability and the insurance policy from the assets, but only to the extent that the right to receive benefits is an irrevocable contractual right based on premiums paid prior to the valuation date (1.430(d)-1(c)(3)).

The determination of a plan's funding target and target normal cost for a plan year is based on plan provisions that are adopted no later than the valuation date for the plan year and that become effective during that plan year. Section 412(d)(2) applies for purposes of determining whether a plan amendment is treated as having been adopted on the first day of the plan year (including a plan amendment adopted within two and one half months after the close of the plan year) (1.430(d)-1(d)).

For maximum deductible purposes, the cushion amount is equal to the sum of 50 percent of the funding target for the plan year and the amount the funding target for the plan year would increase if the Plan were to take into account increases in compensation which are expected to occur in succeeding plan years. If the Plan does not base benefits for service to date on compensation, increases in benefits which are expected to occur in succeeding plan years (determined on the basis of the average annual increase in benefits over the six preceding plan years) are taken into account in lieu of expected increases in compensation. For plans that have less than 100 participants, increases in benefits for highly compensated employees as a result of plan amendments within the last two years are excluded from the calculation of the cushion amount.

Actuarial Methods for Funding, Expense and Present Value of Accrued Benefits

Asset Valuation Method

Funding Purposes: Plan assets are equal to the market value of assets plus receivable contributions discounted at the appropriate interest rate to the valuation date.

Net Periodic Pension Cost (Expense) Purposes: The market-related value of assets is equal to the market value of assets. **Procedures**

Financial and census data: Financial data was submitted by the Trustee and census data was submitted by the plan sponsor. Information provided was reviewed for internal consistency and we have no reason to doubt its substantial accuracy.

No benefits of materiality were excluded from the valuation of the liabilities.

The limitations of the Internal Revenue Code 415(b) and 401(a)(17) have been incorporated into our calculations.

No liability is included for participants who terminated without vesting in their benefit prior to the valuation date.

The plan sponsor provided us with the data on its employees as of the valuation date, but only those employees who have completed the Plan's eligibility requirements are included in the valuation of liabilities.

Method Changes Since Last Year

There were no method changes since the prior valuation.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

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

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

A Name of plan SPRINGFIELD ELECTRIC SUPPLY COMPANY DB PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF SPRINGFIELD ELECTRIC SUPPLY COMPANY	D Employer Identification Number (EIN) 37-0739309
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2013</u>			
2 Assets:			
a Market value		2a	16,021,490
b Actuarial value		2b	16,021,490
3 Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment		3a	54 7,540,149
b For terminated vested participants		3b	33 1,476,318
c For active participants:			
(1) Non-vested benefits		3c(1)	143,292
(2) Vested benefits		3c(2)	7,672,274
(3) Total active		3c(3)	160 7,815,566
d Total		3d	247 16,832,033
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		4b	
5 Effective interest rate		5	6.32 %
6 Target normal cost		6	95,015

Statement by Enrolled Actuary

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

SIGN HERE ABT Signature of actuary Alicia Traviss Type or print name of actuary DELOITTE CONSULTING LLP Firm name 111 SOUTH WACKER CHICAGO Address of the firm IL 60606-4301	 07/18/14 Date 14-06970 Most recent enrollment number (312) 486-3379 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	487,989	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	487,989	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>9.36</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		944,353
b Interest on (a) using prior year's effective interest rate of <u>5.55</u> % except as otherwise provided (see instructions)		71,004
c Total available at beginning of current plan year to add to prefunding balance		1,015,357
d Portion of (c) to be added to prefunding balance		1,015,357
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	1,015,357

Part III Funding Percentages

14 Funding target attainment percentage	14	89.15 %
15 Adjusted funding target attainment percentage	15	89.15 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	74.51 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/12/2013	250,000		07/15/2014	300,000	
07/15/2013	250,000				
10/15/2013	250,000				
01/14/2014	250,000				
03/10/2014	300,000				
04/14/2014	300,000				
Totals ▶			18(b)	1,900,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 1,788,818
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 4.94 %	2nd segment: 6.15 %	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	95,015	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	1,825,900	701,055	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	796,070	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	796,070	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	1,788,818	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	992,748	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

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

Schedule SB, Line 22 – Description of Weighted Average Retirement Age

<u>Age</u>	<u>Percent Assumed to Retire</u>
65	100%

Each active participant is assumed to retire at age 65, the normal retirement age specified in the plan document. Therefore; the plan's weighted average retirement age is 65.

Schedule SB, Part V – Summary of Plan Provisions

Plan Provisions Summary

1. Effective Date	February 1, 1957. Last restated effective as of January 1, 2009.
2. Eligibility to Participate	Prior to the plan freeze, employees became participants on January 1 or July 1 after one year of service and the attainment of age 21. As of January 1, 2007, no new participants will be added to the plan.
3. Credited Service	No Credited Service will accrue after January 1, 2007. Prior to the plan freeze, a full year of Credited Service was granted for each plan year in which an employee works at least 1,000 hours.
4. Vesting Service	A full year of vesting service is granted for each plan year in which an employee works at least 1,000 hours.
5. Compensation	Gross compensation is recognized for benefit purposes. Average Annual Earnings are the average earnings during the highest 5 consecutive calendar years of employment. Annual Average Earnings are frozen as of January 1, 2007.
6. Retirement Eligibility	Normal retirement date: Age 65 and 5 years of service. Earliest retirement date: First of any month on or after attainment of age 55 and completion of 10 years of service.
7. Accrued Retirement Benefit	The frozen normal retirement benefit computed using Average Earnings, Covered Compensation and Credit Service as of January 1, 2007. Prior to the plan freeze, the Accrued Retirement Benefit was 1% of final Average Earnings plus .5% of Average Earnings in excess of Covered Compensation all multiplied by years of Credited Service up to a maximum of 35 years.
8. Normal Retirement Benefit	Accrued Benefit at normal retirement date.
9. Late Retirement	Greater of accrued benefit at late retirement date or actuarially increased normal retirement benefit.
10. Early Retirement	Accrued retirement benefit actuarially reduced.
11. Vested Termination	Accrued benefits are 100% vested when 5 years of Vesting Service are earned.
12. Pre-Retirement Death Benefit	The pre-retirement survivor annuity plus the excess, if any, of the present value of the participant's accrued benefit minus the present value of the pre-retirement survivor annuity.
13. Normal Form of Pension	For unmarried participants, level monthly payments for life. For married participants, a reduced 50% joint and survivor benefit.
14. Optional Forms of Pension Benefits	Lump sums of less than \$50,000 10 year certain and life annuity 75% joint and survivor annuity 100% joint and survivor annuity
15. Changes in Plan Provisions since the Prior Valuation	None.

Name of Plan:	
Springfield Electric Supply Company Defined Benefit Plan	
▶	
Employer Identification Number:▶	37-0739309
For plan year (beginning/ending):▶	01/01/2013 - 12/31/2013
Plan number:▶	001

[illegible]

Schedule SB, Line 32 – Schedule of Amortization Bases

Date Established	Amortization Base Type	Remaining Number of Years	Annual Shortfall Amortization Installment	Present Value of Remaining Amortization Installments as of January 1, 2013
January 1, 2013	Shortfall	7	(\$384,734)	(\$2,305,288)
January 1, 2012	Shortfall	6	\$378,706	\$2,004,450
January 1, 2011	Shortfall	5	\$65,431	\$297,770
January 1, 2010	Shortfall	4	\$204,648	\$762,582
January 1, 2009	Shortfall	3	\$234,509	\$670,928
January 1, 2008	Shortfall	2	\$202,495	\$395,458
			\$701,055	\$1,825,900