Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] 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:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
SUNCAST CORPORATION SAVINGS AND INVESTMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1990

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

SUNCAST CORPORATION

701 N. KIRK RD.
BATAVIA, IL 60510

2b Employer Identification Number (EIN)
36-3329123

2c Sponsor's telephone number
630-406-6297

2d Business code (see instructions)
326100

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.	09/03/2014	MARY ANN MINDS-TENNANT
	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 [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	331
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**	311
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	41
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	352
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	352
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	339
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	11
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	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)	[X]	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)	[X]	**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)	[X]	**H** (Financial Information)
(2)	[ ]	**I** (Financial Information – Small Plan)
(3)	[ ]	**A** (Insurance Information)
(4)	[X]	**C** (Service Provider Information)
(5)	[X]	**D** (DFE/Participating Plan Information)
(6)	[ ]	**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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
SUNCAST CORPORATION SAVINGS AND INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUNCAST CORPORATION

D Employer Identification Number (EIN)
36-3329123

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).. . . . . [X] Yes [ ] No

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	6888	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] 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 [ ]

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
COL MID CAP GRTH Z - COLUMBIA MGT 39-0281260	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS GRTH & INC R5 - INVESCO INVES 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.20%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIM COM REAL RET I - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.03%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIM TOTAL RT INST - BOSTON FINANCI	P.O. BOX 8480 BOSTON, MA 02266	0.03%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
WFA EMRG MKTS EQ I - BOSTON FINANC	P.O. BOX 8480 BOSTON, MA 02266	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
WFA SM CAP VAL INST - BOSTON FINAN	P.O. BOX 8480 BOSTON, MA 02266	0.10%

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

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
SUNCAST CORPORATION SAVINGS AND INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
SUNCAST CORPORATION

D Employer Identification Number (EIN)
36-3329123

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1

b Name of sponsor of entity listed in (a): FIDELITY MANAGEMENT TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
04-3022712-024	C	2827557

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

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
SUNCAST CORPORATION SAVINGS AND INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUNCAST CORPORATION

D Employer Identification Number (EIN)
36-3329123

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	773802	796627
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	968610	1167629
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	933235	936343
(9) Value of interest in common/collective trusts	1c(9)	3322522	2827557
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	18440922	23134027
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	24439091	28862183
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	24439091	28862183

Part II Income and Expense Statement

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

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	796627	
(B) Participants	2a(1)(B)	1122248	
(C) Others (including rollovers)	2a(1)(C)	91295	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2010170
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	110	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	51767	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		51877
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	938237	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		938237
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-23550
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		3625749
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		6602483
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2169006	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2169006
f Corrective distributions (see instructions)	2f		3248
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: **(1)** Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	7137	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		7137
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2179391
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		4423092
l Transfers of assets:			
(1) To this plan	2l(1)		0
(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) [X] 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 [X] No

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

(1) Name: MESSINA & ASSOCIATES, LTD. **(2)** EIN: 36-4056471

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:

		Yes	No	Amount
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.)	4a		X	
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.)	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		X	

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

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.

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

A Name of plan
SUNCAST CORPORATION SAVINGS AND INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUNCAST CORPORATION

D Employer Identification Number (EIN)
36-3329123

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

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

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

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

Suncast Corporation Savings and Investment Plan
EIN #: 36-3329123 Plan #: 48442
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
as of 12/31/2013

(A)	(B) Identity of Issuer / Borrower	(C) Description of Investment	Units Held / Rate of Interest	(D) Cost	(E) Current Value
*	WELLS FARGO	WFA EMERG MKTS EQUITY I	680.309	$ 14,871	$ 14,987
*	INVESCO	IVK GRTH & INC R5	54,578.859	1,120,655	1,476,358
*	COLUMBIA	COL MID CAP GRTH Z	496.587	13,367	15,722
*	PIMCO	PIM TOTAL RT INST	137,752.973	1,505,153	1,472,579
*	WELLS FARGO	WFA SM CAP VAL INST	15,994.914	492,382	538,069
*	PIMCO	PIM COM REAL RET I	236.115	1,390	1,296
*	FIDELITY	FID GROWTH COMPANY	37,684.397	2,496,206	4,517,606
*	FIDELITY	FID GOVT INCOME	15,617.424	168,041	158,673
*	FIDELITY	FID SEL HEALTHCARE	4,774.160	675,529	899,977
*	FIDELITY	FID SEL TECHNOLOGY	4,790.240	416,275	589,391
*	FIDELITY	FID SEL UTILITIES	5,589.690	276,198	372,329
*	FIDELITY	FID SEL FINANCIAL	2,289.136	167,431	187,205
*	FIDELITY	FID LOW PRICED STK	38,227.976	1,452,252	1,890,756
*	FIDELITY	FID DIVERSIFD INTL	35,268.788	967,312	1,301,771
*	FIDELITY	FID MID CAP STOCK	26,053.425	691,524	1,029,371
*	FIDELITY	FID SEL NATURAL RES	13,739.948	413,724	507,004
*	FIDELITY	FID SEL INDUSTRIALS	6,561.228	171,172	220,917
*	FIDELITY	FID SEL CONS DISCR	2,692.484	75,380	89,175
*	FIDELITY	FID RETIRE MMKT	1,167,629.060	1,167,629	1,167,629
*	FIDELITY	FID MGD INC PORT	2,784,937.130	2,784,937	2,784,937
*	FIDELITY	SPTN EXT MKT IDX ADV	251.830	12,624	13,453
*	FIDELITY	SPTN 500 INDEX ADV	18,570.196	928,503	1,216,162
*	FIDELITY	SPTN US BOND IDX ADV	1,344.299	15,476	15,271
*	FIDELITY	SPTN GLB XUS IDX ADV	47.407	559	586
*	FIDELITY	FID FREEDOM K INCOME	12,003.018	141,848	143,556
*	FIDELITY	FID FREEDOM K 2000	6,565.390	78,635	80,229
*	FIDELITY	FID FREEDOM K 2005	3,654.071	48,340	49,111
*	FIDELITY	FID FREEDOM K 2010	75,971.042	990,028	1,065,874
*	FIDELITY	FID FREEDOM K 2015	2,851.568	37,604	40,606
*	FIDELITY	FID FREEDOM K 2020	150,618.851	2,036,477	2,241,209
*	FIDELITY	FID FREEDOM K 2025	20,578.712	281,282	319,176
*	FIDELITY	FID FREEDOM K 2030	106,206.618	1,471,109	1,684,437
*	FIDELITY	FID FREEDOM K 2035	16,773.528	247,458	274,750
*	FIDELITY	FID FREEDOM K 2040	30,966.811	434,416	510,023
*	FIDELITY	FID FREEDOM K 2045	6,718.125	95,184	112,865
*	FIDELITY	FID FREEDOM K 2050	4,668.965	67,798	78,766
*	FIDELITY	FID FREEDOM K 2055	394.980	4,652	4,767
*	Plan Participants	NOTES RECEIVABLE FROM PARTICIPANTS	5.75% - 9.75%	-	936,343
	Total at Fidelity Management Trust Company			$ 21,963,421	$ 28,022,936

* Party in interest, as defined by the Employee Retirement Income Security Act (ERISA) of 1974, as amended.

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

Suncast Corporation Savings and Investment Plan

Independent Auditor's Report

For the years ended December 31, 2013 and 2012

Suncast Corporation Savings and Investment Plan

Table of Contents

For the Years Ended December 31, 2013 and 2012

Independent Auditor's Report	2 – 3
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INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator of
Suncast Corporation Savings and Investment Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Suncast Corporation Savings and Investment Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the years ended December 31, 2013 and 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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West Chicago, IL 60185
630.285.8200

7505 Waters Avenue, Ste D10
Savannah, GA 31406
912.303.9734

Website: messina-cpa.com

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Suncast Corporation Savings and Investment Plan as of December 31, 2013 and 2012, and the changes in net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of *Schedule H, Line 4i – Schedule of Assets (Held at End of Year)* as of December 31, 2013 is presented for the purpose of additional analysis and are not a required part of the financial statements but supplemental information required by the Department of Labor's Rules and Regulations of Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



Messina & Associates, Ltd.

West Chicago, IL
August 12, 2014

Suncast Corporation Savings and Investment Plan
Statement of Net Assets Available for Benefits

	December 31, 2013	December 31, 2012
Assets		
Investments at fair value	$ 27,129,213	$ 22,732,054
Receivables:		
Employer contribution	796,627	773,802
Notes receivable from participants	936,343	933,235
	1,732,970	1,707,037
Total assets	28,862,183	24,439,091
Liabilities	-	-
Total liabilities	-	-
Net assets reflecting investments	28,862,183	24,439,091
Adjustment from fair value to contract value for fully benefit-responsive investment contract	(42,620)	(95,082)
Net assets available for benefits	$ 28,819,563	$ 24,344,009

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

Suncast Corporation Savings and Investment Plan
Statement of Changes in Net Assets Available for Benefits

	Year Ended December 31,	
	2013	2012
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	$ 3,625,749	$ 1,909,554
Dividends	967,251	706,173
	4,593,000	2,615,727
Interest income on notes receivable from participants	51,506	48,822
	4,644,506	2,664,549
Contributions:		
Employer	796,627	773,802
Participant	1,122,248	1,106,325
Rollover	91,295	18,498
	2,010,170	1,898,625
Total additions	6,654,676	4,563,174
Deductions from net assets attributed to:		
Benefits paid to participants	2,171,992	3,074,534
Administrative expenses	7,130	8,216
Total deductions	2,179,122	3,082,750
Net increase in assets available for benefits	4,475,554	1,480,424
Net assets available for benefits:		
Beginning of year	$ 24,344,009	22,863,585
End of the year	$ 28,819,563	$ 24,344,009

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

A. Description of the Plan

The following description of the Suncast Corporation Savings and Investment Plan (Plan) is provided for general information purposes only. More complete information regarding the Plan's provisions may be found in the plan document.

General

The Plan is a defined-contribution plan established by Suncast Corporation (the "Company") under the provision of Section 401(a) of the Internal Revenue Code ("IRC"), which includes a qualified cash or deferred arrangement as described in section 401(k) of the IRC, for the benefit of the eligible employees of the Company. It provides retirement benefits to all non-union employees of Suncast Corporation who have completed three months of service, as defined by the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Plan Administration

The plan is administered by Mike Hamilton, EVP of Suncast Corporation. The Plan's trustee, Fidelity Management Trust Company (the Trustee), is responsible for the custody and management of the Plan's assets.

Contributions

Each year, participants may contribute up to 60% of pretax annual compensation, as defined by the Plan, subject to certain limitations imposed by the Internal Revenue Code. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions of up to $5,500. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans which are not Roth plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a common/collective trust investment contract as investment options for participants. The Company may make discretionary matching contributions based on the participant's deferral contributions. For 2013, the Company elected to contribute 25% of the first 6% of base compensation that a participant contributed to the Plan. An additional discretionary profit sharing contribution of $601,495 was approved by the Company's board of directors for the 2013 Plan year and was funded in 2014. Contributions are subject to certain limitations.

A. Description of the Plan (continued)

Participant Accounts

Individual accounts are maintained for each of the Plan's participants to reflect the participant's contributions and related employer contributions, as well as the participant's share of the Plan's income and administrative expenses based on the proportion that each participant's account balance bears to the total of all participant account balances.

Vesting

Participants are fully vested in their contributions, Company matching contributions, employee-rollover contributions plus actual earnings thereon. Vesting in the Company's profit-sharing contribution and the earnings thereon is based on years of continuous service. A participant vests according to the following schedule:

Less than one year	0 %
One year	10 %
Two years	20 %
Three years	40 %
Four years	60 %
Five years	80 %
Six years	100 %

Forfeited Accounts

At December 31, 2013 and 2012, forfeited non-vested accounts totaled $ 41,296 and $12,511, respectively. Forfeitures may be used to reduce employer discretionary contributions and to pay administrative expenses. No forfeitures were used in 2012. In February 2014 $ 40,000 was used to reduce employer discretionary contributions for 2013.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

A. Description of the Plan (continued)

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance reduced by the highest outstanding loan balance in their account during the prior twelve month period. Loan terms range from 1-5 years or up to 10 years for the purchase of a principal residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with local prevailing rates as determined by the employer. Interest rates range from 5.75% to 9.75% and mature between January 6, 2014 and June 23, 2023. Principal and interest are paid ratably through monthly payroll deductions. A $ 75 application fee and an annual $ 25 maintenance fee is charged to the participant's account.

Payment of Benefits

In the event of retirement, death, disability, or termination of service, a participant (or participant's beneficiary in the event of death) may elect to receive a lump-sum distribution or installment payments as directed by the participant equal to the participant's vested account balance. If the participant's account balance is $ 1,000 or less upon termination, the balance will be paid in a single lump-sum distribution. If the account balance is more than $ 1,000 but less than $ 5,000, the account balance will be automatically distributed to an individual retirement account for the participant's benefit unless otherwise directed by the participant. The Plan's provisions also provide for withdrawals in the event of financial hardship, as defined by the Plan.

B. Summary of Accounting Policies

Basis of Accounting and Use of Estimates

The accompanying financial statements of the Plan are prepared on the accrual basis of accounting. The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan's management to use estimates and assumptions that affect the accompanying financial statements and disclosures. Actual results could differ from these estimates.

B. Summary of Accounting Policies (continued)

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 D for discussion of fair value measurement.

Purchases and sales of securities are recorded on a trade-date basis, except for stable value fund which are recorded on trade-date plus one business day. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying statement of changes in net assets available for benefits as net appreciation in fair value of investments.

Notes Receivable from Participants

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

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan has evaluated subsequent events through August 12, 2014, the date the financial statements were available to be issued.

C. Investments

The following presents investments that represent 5 percent or more of the Plan's net assets.

	December 31, 2013	December 31, 2012
Mutual Funds:		
Fidelity Growth Company	$ 4,517,606	$ 3,465,750
Fidelity Low Priced Stock	1,890,756	1,296,051
Fid Freedom K 2020	2,241,209	1,941,252
Fid Freedom K 2030	1,684,437	1,445,166
Fid Managed Income Portfolio	2,784,937	3,227,440
Invesco Growth & Income	1,476,358	under 5%
Pimco Total Return	1,472,579	1,467,918
	$ 16,067,882	$ 12,843,577

During 2013 and 2012, the Plan's investments (including investments bought, sold, and held during the year) appreciated (depreciated) as follows:

	Years ended December 31, 2013	2012
Mutual Funds:		
Fidelity Growth Company	$ 991,689	$ 546,292
Fidelity Govt Income	(6,781)	(3,869)
Fid Select Healthcare	206,976	37,701
Fid Select Technology	88,460	46,766
Fid Select Utilities	54,133	12,868
Fid Select Financial	26,911	7,767
Fid Select Natural Resources	66,444	10,223
Fid Select Industrials	37,091	14,751
Fid Select Consumer Discr	20,655	5,146
Fid Low Priced Stock	350,099	144,168
Fid Diversified Intl	234,913	190,970
Fid Mid-Cap Stock	275,527	91,146
Spartan Ext Mkt Idx Adv	1,341	-
Spartan US Bond Index	(206)	-
Fid Freedom Income	-	18,495
Fid Freedom 2000	-	2,014
Fid Freedom 2010	-	74,402

C. Investments (continued)

	Years ended December 31, 2013	2012
Mutual Funds:		
Fid Freedom 2020	$ -	$ 158,140
Fid Freedom 2030	-	122,550
Fid Freedom 2040	-	34,578
Fid Freedom 2005	-	(1)
Fid Freedom 2015	-	5,284
Fid Freedom 2025	-	2 6,309
Fid Freedom 2035	-	8,878
Fid Freedom 2045	-	7,157
Fid Freedom 2050	-	297
Invesco Growth & Income Inst	311,515	61,698
Pimco Total Return Inst	(71,029)	42,460
Columbia Mid Cap Growth Z	1,959	478
WFA Small Cap Value Inst	23,714	33,817
WFA Emerging Markets Equity I	(3,070)	194
NB Large Cap Value Inst	-	92,857
Pimco Com Real Ret I	(94)	(188)
Spartan Glb Xus Idx Adv	73	-
Spartan 500 Index Inv	-	92,433
Spartan 500 Index Adv	274,870	41,649
Fid Freedom K Income	5,133	(2,925)
Fid Freedom K 2000	2,908	(1,317)
Fid Freedom K 2005	773	(2)
Fid Freedom K 2010	90,032	(9,337)
Fid Freedom K 2015	5,118	(294)
Fid Freedom K 2020	224,142	(9,425)
Fid Freedom K 2025	39,217	589
Fid Freedom K 2030	239,663	133
Fid Freedom K 2035	27,376	814
Fid Freedom K 2040	78,047	3,221
Fid Freedom K 2045	16,857	823
Fid Freedom K 2050	11,177	(156)
Fid Freedom K 2055	117	-
	$ 3,625,750	$ 1,909,554

D. Fair Value Measurements

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

- **Level 1**- Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the plan has the ability to access.

- **Level 2** - Inputs to the valuation methodology include
  -quoted prices for similar assets or liabilities in active markets;
  -quoted prices for identical or similar assets or liabilities in inactive markets;
  -inputs other than quoted prices that are observable for the asset or liability; and
  -inputs that are derived principally from or corroborated by observable market data by correlation or other means.

  If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2013, and 2012.

- *Mutual funds*: Valued at the daily closing price as reported by the fund. Mutual Funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

D. Fair Value Measurements (continued)

- *Common Collective Trust / Stable Value Fund:* Valued at fair value, which is based on the contractual terms of the underlying GIC's (guaranteed investment contracts). The fair value of GIC's is the market value of the underlying investments as determined by the trust's vendor/pricing agent. See Note E.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's fair value measurements at December 31, 2013, and 2012:

Fair Value Measurements at December 31, 2013:

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Bonds & Govt Sec	$ 1,631,252	$ 1,631,252	$ -	$ -
Index	1,245,473	1,245,473	-	-
Global	1,316,758	1,316,758	-	-
Sector	2,865,999	2,865,999	-	-
Growth	5,546,976	5,546,976	-	-
Income	143,556	143,556	-	-
Blend	1,906,478	1,906,478	-	-
Value	2,014,427	2,014,427	-	-
Target Date	6,461,812	6,461,812	-	-
Real Estate	1,296	1,296	-	-
Money Market	1,167,629	1,167,629	-	-
Total	24,301,656	24,301,656		
Stable Value Fund	2,827,557	-	2,827,557	-
Total Assets at Fair Value	$ 27,129,213	$ 24,301,656	$ 2,827,557	-

D. Fair Value Measurements (continued)

Fair Value Measurements at December 31, 2012:

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Bonds & Govt Sec	$ 1,634,702	$ 1,634,702	$ -	$ -
Index	924,676	924,676	-	-
Global	1,012,116	1,012,116	-	-
Sector	1,878,756	1,878,756	-	-
Growth	4,288,139	4,288,139	-	-
Income	403,531	403,531	-	-
Blend	1,296,052	1,296,052	-	-
Value	1,472,466	1,472,466	-	-
Target Date	5,530,484	5,530,484	-	-
Money Market	968,610	968,610	-	-
Total	19,409,532	19,409,532		
Stable Value Fund	3,322,522	-	3,322,522	-
Total Assets at Fair Value	$22,732,054	$19,409,532	$ 3,322,522	-

D. Fair Value Measurements (continued)

Fair Value Investments in Entities that Use Net Asset Value

The following table summarizes investments measured at fair value based on net asset value (NAVs) per share as of December 31, 2013 and 2012, respectively.

December 31, 2013:	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Fid Growth Company	$ 4,517,606	n/a	daily	none
Fid Government Income	158,673	n/a	daily	none
Fid Select Healthcare	899,977	n/a	daily	none
Fid Select Technology	589,391	n/a	daily	none
Fid Select Utilities	372,329	n/a	daily	none
Fid Select Financial	187,206	n/a	daily	none
Fid Low Priced Stock	1,890,756	n/a	daily	none
Fid Diversified Intl	1,301,771	n/a	daily	none
Fid Mid Cap Stock	1,029,371	n/a	daily	none
Fid Select Natural Resources	507,004	n/a	daily	none
Fid Select Industrials	220,917	n/a	daily	none
Fid Select Cons Discretionary	89,175	n/a	daily	none
Fid Retirement Money Market	1,167,629	n/a	daily	none
Spartan Ext Mkt Idx Adv	13,453	n/a	daily	none
Spartan 500 Index Adv	1,216,162	n/a	daily	none
Spartan US Bond Idx Adv	15,271	n/a	daily	none
Spartan Glb Xus Idx Adv	586	n/a	daily	none
Fid Freedom K Income	143,556	n/a	daily	none
Fid Freedom K 2000	80,229	n/a	daily	none
Fid Freedom K 2005	49,111	n/a	daily	none
Fid Freedom K 2010	1,065,874	n/a	daily	none
Fid Freedom K 2015	40,606	n/a	daily	none
Fid Freedom K 2020	2,241,209	n/a	daily	none
Fid Freedom K 2025	319,176	n/a	daily	none
Fid Freedom K 2030	1,684,437	n/a	daily	none
Fid Freedom K 2035	274,750	n/a	daily	none
Fid Freedom K 2040	510,023	n/a	daily	none
Fid Freedom K 2045	112,865	n/a	daily	none
Fid Freedom K 2050	78,765	n/a	daily	none
Fid freedom K 2055	4,767	n/a	daily	none
WFA Emerging Markets Equity	14,987	n/a	daily	none
Invesco Growth & Income	1,476,358	n/a	daily	none
Pimco Total Return	1,472,579	n/a	daily	none
Pimco Com Real Ret I	1,296	n/a	daily	none
Columbia Mid Cap Growth	15,722	n/a	daily	none
WFA Small Cap Value	538,069	n/a	daily	none

D. Fair Value Measurements (continued)

December 31, 2012:	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
Fid Growth Company	$ 3,465,750	n/a	daily	none
Fid Government Income	166,784	n/a	daily	none
Fid Select Healthcare	510,252	n/a	daily	none
Fid Select Technology	353,525	n/a	daily	none
Fid Select Utilities	292,811	n/a	daily	none
Fid Select Financial	47,663	n/a	daily	none
Fid Low Priced Stock	1,296,051	n/a	daily	none
Fid Diversified Intl	1,009,037	n/a	daily	none
Fid Mid Cap Stock	813,957	n/a	daily	none
Fid Select Natural Resources	501,101	n/a	daily	none
Fid Select Industrials	108,448	n/a	daily	none
Fid Select Cons Discretionary	64,957	n/a	daily	none
Fid Retirement Money Market	968,610	n/a	daily	none
Spartan 500 Index Adv	924,677	n/a	daily	none
Fid Freedom K Income	403,531	n/a	daily	none
Fid Freedom K 2000	99,656	n/a	daily	none
Fid Freedom K 2005	229	n/a	daily	none
Fid Freedom K 2010	1,044,258	n/a	daily	none
Fid Freedom K 2015	65,677	n/a	daily	none
Fid Freedom K 2020	1,941,252	n/a	daily	none
Fid Freedom K 2025	278,037	n/a	daily	none
Fid Freedom K 2030	1,445,166	n/a	daily	none
Fid Freedom K 2035	116,760	n/a	daily	none
Fid Freedom K 2040	414,146	n/a	daily	none
Fid Freedom K 2045	78,230	n/a	daily	none
Fid Freedom K 2050	47,075	n/a	daily	none
WFA Emerging Markets Equity	3,079	n/a	daily	none
Invesco Growth & Income	996,636	n/a	daily	none
Pimco Total Return	1,467,918	n/a	daily	none
Columbia Mid Cap Growth	8,431	n/a	daily	none
WFA Small Cap Value	475,830	n/a	daily	none

E. Stable Value Fund - Fully Benefit-Responsive Investment Contract

The Plan has a Stable Value Fund, a synthetic wrap investment contract with Fidelity Management Trust Company known as the Fidelity Managed Income Portfolio. The Managed Income Portfolio is a common/collective trust. The account is credited with actual earnings on the underlying investments and charged for participant withdrawals and administrative expenses charged by Fidelity. The synthetic investment contract insures that participant-initiated withdrawals from the stable value fund will be paid at book value. There is no immediate recognition of gains and losses on the pool of securities. Instead, the gain or loss is recognized over time by adjusting the interest rate credited to the fund under the synthetic wrap.

As described in Note B, because the common/collective investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. "Fully benefit responsive" describes the contract's guarantee that (i) the crediting rate provided under the contract will not fall below zero and (ii) participant-initiated withdrawals from the fund (i.e., withdrawals as the result of death, disability, retirement, termination of employment, hardship withdrawal, loan, and transfers to a non-competing fund) will be covered at contract value.

Contract value, as reported to the Plan by Fidelity Management Trust Company, represents contributions made under the contract, plus earnings, less withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at December 31, 2013 and 2012 was $ 2,784,937 and $3,322,522 respectively. The crediting interest rate is based on an agreed-upon formula with the issuer, but cannot be less than zero. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the Plan's ability to transact at contract value with Fidelity. Such events include the following: (a) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (b) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (c) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (d) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at a contract value with Plan participants, is probable.

The investment contract does not permit the third-party wrap issuer to terminate the agreement prior to the scheduled maturity date.

E. Stable Value Fund – Fully Benefit-Responsive Investment Contract (continued)

Average yields:	2013	2012
Based on actual earnings	1.54%	1.70%
Based on interest rate credited to participants	.89%	1.05%

F. Related-Party Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Management Trust Company. Fidelity Management Trust Company is the trustee as defined by the Plan and, therefore, these transactions qualify as exempt party-in-interest transactions. Fees paid by the Plan for the investment management services are included in transaction cost basis. These transactions qualify as party-in-interest transactions.

G. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in the Company contribution portion of their account. Any unallocated assets of the Plan would be allocated to participant accounts and distributed in such a manner as the Company may determine.

H. Tax Status

The Plan uses a volume submitter plan document sponsored by Fidelity. Fidelity received an opinion letter dated March 31, 2008, which states that the volume submitter document satisfies the applicable provisions of the Internal Revenue Code (IRC). The Plan itself has not received a determination letter from the Internal Revenue Service; and although the plan has been amended since receiving the determination letter, the plan administrator believes the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax. Therefore, no provision for income taxes has been included in the Plan's financial statements.

H. Tax Status (continued)

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan is subject to routine audits by taxing jurisdications; however there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

I. Risks and Uncertainties

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

J. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2013 and 2012 to Form 5500:

	December 31, 2011	December 31, 2012
Net assets available for benefits per the financial statements	$28,819,563	$24,344,009
Adjustment from fair value to contract value for fully benefit-responsive investment contract	42,620	95,082
Net assets available for benefits per the Form 5500	$28,862,183	$24,439,091

Suncast Corporation Savings and Investment Plan
EIN #: 36-3329123 Plan #: 48442
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
as of 12/31/2013

(A)	(B) Identity of Issuer / Borrower	(C) Description of Investment	Units Held / Rate of Interest	(D) Cost	(E) Current Value
*	WELLS FARGO	WFA EMERG MKTS EQUITY I	680.309	$ 14,871	$ 14,987
*	INVESCO	IVK GRTH & INC R5	54,578.859	1,120,655	1,476,358
*	COLUMBIA	COL MID CAP GRTH Z	496.587	13,367	15,722
*	PIMCO	PIM TOTAL RT INST	137,752.973	1,505,153	1,472,579
*	WELLS FARGO	WFA SM CAP VAL INST	15,994.914	492,382	538,069
*	PIMCO	PIM COM REAL RET I	236.115	1,390	1,296
*	FIDELITY	FID GROWTH COMPANY	37,684.397	2,496,206	4,517,606
*	FIDELITY	FID GOVT INCOME	15,617.424	168,041	158,673
*	FIDELITY	FID SEL HEALTHCARE	4,774.160	675,529	899,977
*	FIDELITY	FID SEL TECHNOLOGY	4,790.240	416,275	589,391
*	FIDELITY	FID SEL UTILITIES	5,589.690	276,198	372,329
*	FIDELITY	FID SEL FINANCIAL	2,289.136	167,431	187,205
*	FIDELITY	FID LOW PRICED STK	38,227.976	1,452,252	1,890,756
*	FIDELITY	FID DIVERSIFD INTL	35,268.788	967,312	1,301,771
*	FIDELITY	FID MID CAP STOCK	26,053.425	691,524	1,029,371
*	FIDELITY	FID SEL NATURAL RES	13,739.948	413,724	507,004
*	FIDELITY	FID SEL INDUSTRIALS	6,561.228	171,172	220,917
*	FIDELITY	FID SEL CONS DISCR	2,692.484	75,380	89,175
*	FIDELITY	FID RETIRE MMKT	1,167,629.060	1,167,629	1,167,629
*	FIDELITY	FID MGD INC PORT	2,784,937.130	2,784,937	2,784,937
*	FIDELITY	SPTN EXT MKT IDX ADV	251.830	12,624	13,453
*	FIDELITY	SPTN 500 INDEX ADV	18,570.196	928,503	1,216,162
*	FIDELITY	SPTN US BOND IDX ADV	1,344.299	15,476	15,271
*	FIDELITY	SPTN GLB XUS IDX ADV	47.407	559	586
*	FIDELITY	FID FREEDOM K INCOME	12,003.018	141,848	143,556
*	FIDELITY	FID FREEDOM K 2000	6,565.390	78,635	80,229
*	FIDELITY	FID FREEDOM K 2005	3,654.071	48,340	49,111
*	FIDELITY	FID FREEDOM K 2010	75,971.042	990,028	1,065,874
*	FIDELITY	FID FREEDOM K 2015	2,851.568	37,604	40,606
*	FIDELITY	FID FREEDOM K 2020	150,618.851	2,036,477	2,241,209
*	FIDELITY	FID FREEDOM K 2025	20,578.712	281,282	319,176
*	FIDELITY	FID FREEDOM K 2030	106,206.618	1,471,109	1,684,437
*	FIDELITY	FID FREEDOM K 2035	16,773.528	247,458	274,750
*	FIDELITY	FID FREEDOM K 2040	30,966.811	434,416	510,023
*	FIDELITY	FID FREEDOM K 2045	6,718.125	95,184	112,865
*	FIDELITY	FID FREEDOM K 2050	4,668.965	67,798	78,766
*	FIDELITY	FID FREEDOM K 2055	394.980	4,652	4,767
*	Plan Participants	NOTES RECEIVABLE FROM PARTICIPANTS	5.75% - 9.75%	-	936,343
	Total at Fidelity Management Trust Company			$ 21,963,421	$ 28,022,936

* Party in interest, as defined by the Employee Retirement Income Security Act (ERISA) of 1974, as amended.

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