

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 <u>HENRY CROWN AND COMPANY PENSION PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>101</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1985</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>101</u>	1c Effective date of plan <u>01/01/1985</u>	
1b Three-digit plan number (PN) ▶	<u>101</u>				
1c Effective date of plan <u>01/01/1985</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>HENRY CROWN AND COMPANY</u> <u>222 N. LASALLE STREET</u> <u>SUITE 1000</u> <u>CHICAGO, IL 60601</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>36-2123962</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>312-855-4000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>551112</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>36-2123962</u>	2c Sponsor's telephone number <u>312-855-4000</u>	2d Business code (see instructions) <u>551112</u>	
2b Employer Identification Number (EIN) <u>36-2123962</u>					
2c Sponsor's telephone number <u>312-855-4000</u>					
2d Business code (see instructions) <u>551112</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2014	JUDITH EKOLA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2014	JUDITH EKOLA
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
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:		3c Administrator's telephone number
a Sponsor's name		
4b EIN		
4c PN		
5 Total number of participants at the beginning of the plan year		5 2531
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 182
b Retired or separated participants receiving benefits		6b 1405
c Other retired or separated participants entitled to future benefits		6c 699
d Subtotal. Add lines 6a , 6b , and 6c		6d 2286
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e 206
f Total. Add lines 6d and 6e		6f 2492
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 6
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 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust	(3) ☒ Trust	
(4) ☐ General assets of the sponsor	(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		b General Schedules
(1) ☒ R (Retirement Plan Information)	(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2) ☐ I (Financial Information – Small Plan)	
(3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(3) ☐ A (Insurance Information)	
	(4) ☒ C (Service Provider Information)	
	(5) ☒ D (DFE/Participating Plan Information)	
	(6) ☐ G (Financial Transaction Schedules)	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 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>HENRY CROWN AND COMPANY PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>101</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>HENRY CROWN AND COMPANY</u>	D Employer Identification Number (EIN) <u>36-2123962</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>94968651</u>
b Actuarial value	2b <u>94968651</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>1588</u> <u>38581146</u>
b For terminated vested participants.....	3b <u>760</u> <u>14481418</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>349238</u>
(2) Vested benefits	3c(2) <u>13086535</u>
(3) Total active.....	3c(3) <u>184</u> <u>13435773</u>
d Total.....	3d <u>2532</u> <u>66498337</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>1503058</u>

Statement by Enrolled Actuary

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

SIGN HERE		<u>09/10/2014</u>
Signature of actuary		Date
<u>BONNIE J. MARR</u>		<u>14-04072</u>
Type or print name of actuary		Most recent enrollment number
<u>MERCER</u>		<u>312-917-9900</u>
Firm name		Telephone number (including area code)
<u>155 NORTH WACKER DRIVE</u> <u>CHICAGO, IL 60606-7500</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
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	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>17.19</u> %.....		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>5.38</u> % except as otherwise provided (see instructions).....		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III	Funding Percentages
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14	Funding target attainment percentage.....	14	142.81 %
15	Adjusted funding target attainment percentage	15	142.81 %
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	117.80 %
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
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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		
			Totals ►	18(b)	0	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	0

20 Quarterly contributions and liquidity shortfalls:

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

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

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

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

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

21 Discount rate:				
a Segment rates:	1st segment: 4.94%	2nd segment: 6.15%	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 0
22 Weighted average retirement age				22 64
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	1503058										
b Excess assets, if applicable, but not greater than line 31a	31b	1503058										
32 Amortization installments:	<table border="1"> <thead> <tr> <th></th> <th>Outstanding Balance</th> <th>Installment</th> </tr> </thead> <tbody> <tr> <td>a Net shortfall amortization installment.....</td> <td></td> <td></td> </tr> <tr> <td>b Waiver amortization installment</td> <td></td> <td></td> </tr> </tbody> </table>				Outstanding Balance	Installment	a Net shortfall amortization installment.....			b Waiver amortization installment		
	Outstanding Balance	Installment										
a Net shortfall amortization installment.....												
b Waiver amortization installment												
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	0										
	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	0										
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0										
38 Present value of excess contributions for current year (see instructions)												
a Total (excess, if any, of line 37 over line 36)	38a	0										
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		

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	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 HENRY CROWN AND COMPANY PENSION PLAN	B Three-digit plan number (PN) ▶	101
C Plan sponsor's name as shown on line 2a of Form 5500 HENRY CROWN AND COMPANY	D Employer Identification Number (EIN) 36-2123962	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

36-1561860

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

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

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

HARRIS ASSOCIATES L.P.

36-3484078

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 51	INVEST ADVISOR	435516	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MERCER

13-2834414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	ACTUARY	173755	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NEUBERGER BERMAN, LLC

13-5521910

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 51	INVEST ADVISOR	133258	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)

THE NORTHERN TRUST COMPANY

36-1561860

(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 27 51 99	TRUSTEE	88384	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

SILCHESTER INTERNATIONAL INVEST

36-7045783

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 51	INVEST ADVISOR	70557	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

PRICEWATERHOUSE COOPERS LLP

13-4008324

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	AUDITOR	33955	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 D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	<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 01/01/2013 and ending 12/31/2013		
A Name of plan HENRY CROWN AND COMPANY PENSION PLAN	B Three-digit plan number (PN) ►	101
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 HENRY CROWN AND COMPANY	D Employer Identification Number (EIN) 36-2123962	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: NTGI COLLECTIVE ST INVESTMENT FUND		
b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS, INC.		
c EIN-PN 45-6138589-084	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5727155
a Name of MTIA, CCT, PSA, or 103-12 IE: SILCHESTER INT'L VALUE EQUITY TRUST		
b Name of sponsor of entity listed in (a): SILCHESTER INTERNATIONAL INVESTORS LLP		
c EIN-PN 36-7045783-001	d Entity code E	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 7825397
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) <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
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>HENRY CROWN AND COMPANY PENSION PLAN</u>		B Three-digit plan number (PN) <u>101</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>HENRY CROWN AND COMPANY</u>		D Employer Identification Number (EIN) <u>36-2123962</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		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other	1b(3)	61636	726118
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)	84952096	109086587
	(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)	3960776	5727155
	(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)	6074602	7825397
	(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	95049110	123365257

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	80459	121808
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	80459	121808

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	94968651	123243449
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(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)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	10352	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		10352
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	1448718	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1448718
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	31664235	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	20242205	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		11422030
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	18849606	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		18849606

		(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)		1796162
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		33526868

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4210147	
(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)		4210147
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)	207710	
(2) Contract administrator fees	2i(2)	80939	
(3) Investment advisory and management fees	2i(3)	646776	
(4) Other	2i(4)	106498	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1041923
j Total expenses. Add all expense amounts in column (b) and enter total	2j		5252070

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		28274798
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: PRICEWATERHOUSECOOPERS LLP

(2) EIN: 13-4008324

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

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

Part IV Compliance Questions

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

During the plan year:

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

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>		<div>Retirement Plan Information</div> <div>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).</div> <div>► File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013					
A Name of plan HENRY CROWN AND COMPANY PENSION PLAN				B Three-digit plan number (PN) ►	101
C Plan sponsor's name as shown on line 2a of Form 5500 HENRY CROWN AND COMPANY				D Employer Identification Number (EIN) 36-2123962	
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): _____					
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	4
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A					
If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____					
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)				6a	
b Enter the amount contributed by the employer to the plan for this plan year				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No					
Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.				Schedule R (Form 5500) 2013 v. 130118	

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: 96% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: 4%

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

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

Henry Crown and Company Pension Plan

**Financial Statements and Supplemental
Schedules**

December 31, 2013 and 2012

Henry Crown and Company Pension Plan

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Note:	Other schedules of additional financial information required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA") have been omitted because they are not applicable.



Independent Auditor's Report

To the Participants and Administrator of
Henry Crown and Company Pension Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Henry Crown and Company Pension 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 statement of accumulated plan benefits as of January 1, 2013 and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by The Northern Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012 and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

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

Other Matter

The supplemental schedules of Assets (Held at End of Year) as of December 31, 2013 and Reportable Transactions for the Year Ended December 31, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

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

PricewaterhouseCoopers LLP

September 9, 2014

Henry Crown and Company Pension Plan
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	2013	2012
Assets		
Investments, at fair market value		
Common stocks	\$ 109,086,587	\$ 84,952,096
Common and collective trusts	<u>13,552,552</u>	<u>10,035,378</u>
Total investments	122,639,139	94,987,474
Due from broker for securities sold	657,781	5,066
Investment income receivable	<u>68,337</u>	<u>56,570</u>
Total assets	123,365,257	95,049,110
Liabilities		
Due to broker for securities purchased	73,861	-
Accrued expenses	<u>47,947</u>	<u>80,459</u>
Total liabilities	121,808	80,459
Net assets available for benefits	<u><u>\$ 123,243,449</u></u>	<u><u>\$ 94,968,651</u></u>

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

Henry Crown and Company Pension Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2013 and 2012

	2013	2012
Additions to net assets attributed to		
Interest income	\$ 10,352	\$ 8,218
Dividend income	1,448,718	1,613,846
Net appreciation in fair value of investments	<u>32,067,798</u>	<u>13,170,753</u>
Total investment income	33,526,868	14,792,817
Employer contributions	-	12,146
Total additions	<u>33,526,868</u>	<u>14,804,963</u>
Deductions from net assets attributed to		
Benefit payments to participants	4,210,147	4,150,598
Investment management fees	646,776	546,000
Administrative expenses	<u>395,147</u>	<u>385,911</u>
Total deductions	5,252,070	5,082,509
Net increase	<u>28,274,798</u>	<u>9,722,454</u>
Net assets available for benefits		
Beginning of year	<u>94,968,651</u>	<u>85,246,197</u>
End of year	<u><u>\$ 123,243,449</u></u>	<u><u>\$ 94,968,651</u></u>

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

Henry Crown and Company Pension Plan
Statement of Accumulated Plan Benefits
January 1, 2013

Actuarial present value of accumulated plan benefits

Vested benefits	
Participants currently receiving benefits	\$ 33,557,417
Other participants	20,837,925
Total	<u>54,395,342</u>
Nonvested benefits	<u>310,044</u>
Total actuarial present value of accumulated plan benefits	<u><u>\$ 54,705,386</u></u>

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

Henry Crown and Company Pension Plan
Statement of Changes in Accumulated Plan Benefits
Year Ended January 1, 2013

Actuarial present value of accumulated plan benefits	
January 1, 2012	\$ 53,431,846
Increase (decrease) during the year	
Benefits paid	(4,150,598)
Increase for interest due to a decrease in the discount period	4,222,647
Benefits accumulated and losses	<u>1,201,491</u>
Net increase	1,273,540
Actuarial present value of accumulated plan benefits	
January 1, 2013	<u><u>\$ 54,705,386</u></u>

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

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

1. Description of the Plan

The following description provides general information on the provisions of the Henry Crown and Company Pension Plan (the “Plan”), a multiple-employer plan, sponsored by Henry Crown and Company, (the “Company”). On January 1, 2002, Henry Crown and Company merged into CC Industries, Inc. and CC Industries, Inc. changed its name to Henry Crown and Company. Effective December 31, 2003, the CC Industries and Affiliates Hourly Service Pension Plan was merged into the CC Industries and Affiliates Career Average Pension Plan and the Plan was renamed the Henry Crown and Company Pension Plan.

Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan was adopted effective January 1, 1985, and was last amended and restated effective January 1, 2012, to comply with law changes.

The Plan is a noncontributory, defined benefit plan currently covering salaried employees of the Company and Longview Asset Management, LLC (each as “Employer”).

The Plan also provides benefits to participants of the Company’s discontinued or sold operations:

- Petroleum and marine operations
- CHF Industries, Inc. and its Aberdeen, Cameo and Joanna Divisions
- American Envelope Company and its various divisions
- Woodard, LLC
- Stickney Terminal Corporation
- W. H. Barber Company

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended.

The Northern Trust Company is the trustee of the Plan.

Participation

Generally, employees are eligible to participate after attaining age 21 and completing 12 consecutive months of service.

Funding Policy

The Employers make annual contributions based on the funding recommendations of the Plan’s actuary to meet the minimum funding requirements under ERISA. The Plan is in compliance with applicable ERISA funding requirements for 2013 and 2012.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

Description of the Plan – Continued

Principal Benefit Provisions

Salaried Employees

The monthly retirement benefit payable on a participant's normal retirement date for all eligible participants of businesses currently participating in the Plan is one-twelfth (1/12) of the sum of the following amounts determined for each year of credited service:

Plan Years 1985 Through 1988		Plan Years After 1988
(a)	(b)	(c)
1.5%	2.5%	1.5%

- Percentage of the participant's compensation (as defined) that is not in excess of the Social Security taxable wage base for the year, plus
- Percentage of the participant's compensation (as defined) that is in excess of the Social Security taxable wage base for the year
- Percentage of the participant's compensation (as defined) for the year

Hourly Employees

The monthly retirement benefit payable on a participant's normal retirement date is one-twelfth (1/12) of the benefit level times the years of credited service earned in the following periods:

Period	Benefit Level
1987-1999	\$ 120
2000	144
2001	168
After 2001	180

Vesting

Participants become fully vested upon the completion of five years of service.

Retirement Benefit Options

The Plan provides for normal retirement benefits to begin on the first day of the month on or after the participant's 65th birthday, with various options for early retirement or late retirement, death or long-term disability. The Plan's normal form of benefit for a single participant is a Straight Life Annuity, and for a married participant a 50% Joint and Survivor Annuity, which provides a lifetime benefit payable to the participant and, upon death, 50% of such benefit payable to the participant's surviving spouse.

Participants may also elect one of the following options:

Straight Life Annuity - Under this option, benefits are paid only during the life of the participant.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

Description of the Plan - Continued

Five- or Ten-Year Certain Life Annuity - Under this option, benefits are paid in the form of a lifetime benefit; however, if the participant dies before 60 or 120 monthly payments have been made, depending on the term elected, payments will continue to a beneficiary until a total of 60 or 120 payments have been made.

Contingent Annuity - This option is similar to the Joint and Survivor Annuity described above. However, the individual named as the contingent annuitant can be an individual other than the participant's spouse. The benefits payable to the contingent annuitant can be 100%, 75% or 50% of the benefits earned by the participant, depending upon the election made by the participant.

Lump Sum - Participants who were employed by the discontinued CHF Industries, Inc. - Aberdeen Division may elect a lump-sum distribution of their accrued benefits earned prior to January 1, 1985.

Selection of one of these options by a married participant is contingent upon spousal consent.

If a participant terminates their employment with the Company before completing the required years of vesting service, they do not receive Plan benefits. Participants who terminate with vested accumulated Plan benefits that are less than \$5,000 receive their accumulated benefits as a lump-sum distribution.

Administrative Expenses and Investment Management Fees

Expenses of administration such as legal, accounting, actuary, investment management fees, recordkeeping and trustee fees, are paid from the assets of the Plan.

Plan Termination

Although the Company has not expressed any intent to terminate the Plan, it may do so at any time, subject to the provisions of ERISA. In the event the Plan terminates, the 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 for all participants or beneficiaries whose retirement benefits have been or could have been payable three years prior to termination of the Plan.
- b. Benefits guaranteed by and up to the insurance limitations of the Pension Benefit Guaranty Corporation ("PBGC").
- c. Benefits that are vested but not guaranteed by the termination insurance provisions of ERISA.

If the Plan terminates, a portion of the benefits under the Plan is insured by the PBGC (a U.S. Government agency). Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. 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 those benefits, and may also depend on the level of benefits guaranteed by the PBGC.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates

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

Subsequent Events

Events or transactions occurring after the period end through September 9, 2014, the date that the financial statements were available to be issued, have been evaluated in the preparation of the financial statements.

Valuation of Investments and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. See Note 5 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) in Fair Value of Investments

Net realized and unrealized appreciation (depreciation), which includes gains and losses on investments bought and sold, as well as held during the year, is recorded in the accompanying Statements of Changes in Net Assets Available for Benefits as net appreciation (depreciation) in fair value of investments.

Payment of Benefits

Benefits are recorded when paid.

Recent Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Codification ("ASC") Update 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U. S. GAAP and IFRS*. This pronouncement provides guidance to improve the comparability of fair value measurements presented and disclosed in financial statements prepared in accordance with GAAP. The amendments are intended to: 1) clarify the application of existing fair value measurement and disclosure requirements and 2) change a particular principle or requirement for measuring and disclosing information about fair value measurements. The guidance is effective for annual periods beginning January 1, 2012. Plan management has incorporated this guidance into Note 5 of the financial statements.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

Summary of Significant Accounting Policies - Continued

In December, 2011, FASB issued ASC Update, 2011-11, *Disclosures about Offsetting Assets and Liabilities*, which provides guidance on disclosure requirements for offsetting financial assets and liabilities. The retrospective application of this guidance is effective for annual periods beginning January 1, 2013 and did not have a material effect on the Plan's financial statements.

3. Actuarial Present Value of Accumulated Plan Benefits

Accumulated Plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the services employees have rendered. Accumulated Plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits payable under all circumstances (i.e., retirement, death, disability and termination of employment) are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

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

Significant actuarial assumptions used in the valuation as of January 1, 2013 and 2012 are as follows:

Discount rate per ASC 960	8.25% per annum
Mortality	RP 2000 projected to 2015 with white collar adjustment for salaried employees and blue collar adjustment for hourly employees.
Retirement age	All participants are assumed to retire between the ages of 55 and 68, with varying rates of retirement to reflect current practices.

The 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.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

4. Investments

The Plan's investments are managed by the Company's investment managers together with The Northern Trust Company, in its role as trustee of the Plan.

The following table presents the fair value of investments that represent 5% or more of the Plan's net assets as of December 31:

	2013	2012
Description of Investments		
Common Stocks		
Wells Fargo & Company	\$ 6,773,680	\$ 5,424,366
JP Morgan Chase and Company	*	4,770,745
Common and Collective Trusts		
Silchester International Value Equity Group Trust	7,825,397	6,074,602
* Below 5% threshold		

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

	2013	2012
Common stocks	\$ 30,246,077	\$ 12,270,967
Common and collective trusts	1,821,721	899,786
Total	<u>\$ 32,067,798</u>	<u>\$ 13,170,753</u>

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

5. Fair Value

The Plan follows guidance defined in ASC Topic 820, *Fair Value Measurements and Disclosures*, which provides a framework for measuring fair value under GAAP. This 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 are described as follows:

Level 1 – Quoted market prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities.

The asset's 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.

The Plan's investments are valued at fair value using the following methodologies:

- **Common stocks:** valued at the closing price of individual shares at year-end as traded in an active market.

- **Common and collective trusts:** valued at the year-end net asset value ("NAV") of the underlying investments comprising the common and collective trusts. The Plan holds investments in The Northern Trust Collective Short Term Investment Fund ("Northern Trust STIF") and the Silchester International Value Equity Group Trust ("Silchester"). The Northern Trust STIF investment reflects high-grade money market instruments with short maturities. Contribution and redemption transactions are permitted daily. The Silchester investment reflects equity securities traded on international exchanges in developed markets. Contributions and redemptions occur at NAV and are permitted on a monthly basis as of the first business day of each month.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while 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.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

Fair Value - Continued

The following table presents the Plan's investment assets measured at fair value as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Common stocks				
Consumer discretionary	\$ 25,238,406	\$ -	\$ -	\$ 25,238,406
Energy	10,489,182	-	-	10,489,182
Financials	38,464,564	-	-	38,464,564
Health care	887,670	-	-	887,670
Industrials	8,648,546	-	-	8,648,546
Information technology	23,581,300	-	-	23,581,300
Materials	1,776,919	-	-	1,776,919
Common and collective trusts	-	13,552,552	-	13,552,552
Total assets at fair value	<u>\$ 109,086,587</u>	<u>\$ 13,552,552</u>	<u>\$ -</u>	<u>\$ 122,639,139</u>

For comparative purposes, the following table presents the Plan's investment assets measured at fair value as of December 31, 2012:

	Level 1	Level 2	Level 3	Total
Common stocks				
Consumer discretionary	\$ 28,184,555	\$ -	\$ -	\$ 28,184,555
Consumer staples	222,140	-	-	222,140
Energy	10,037,328	-	-	10,037,328
Financials	18,792,235	-	-	18,792,235
Health care	926,670	-	-	926,670
Industrials	8,878,119	-	-	8,878,119
Information technology	16,791,222	-	-	16,791,222
Materials	1,119,827	-	-	1,119,827
Common and collective trusts	-	10,035,378	-	10,035,378
Total assets at fair value	<u>\$ 84,952,096</u>	<u>\$ 10,035,378</u>	<u>\$ -</u>	<u>\$ 94,987,474</u>

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. The Plan does not hold any investments requiring Level 3 measurements and there have not been any transfers of assets between the levels from 2012 to 2013.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

6. Information Certified by the Trustee

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the trustee has certified that the following data included in the financial statements, notes to the financial statements and supplemental schedules is complete and accurate:

- Investments (except for third party information related to the Silchester International Value Equity Group Trust), amounts due from broker for securities sold, investment income receivable and amounts due to broker for securities purchased as shown in the Statements of Net Assets Available for Benefits.
- Interest income, dividend income, net appreciation in fair value of investments and investment management fees (except for third party information related to the Silchester International Value Equity Group Trust), as shown in the Statements of Changes in Net Assets Available for Benefits.
- Investment and investment income amounts as shown in Notes 4 and 5 (except for third party information related to the Silchester International Value Equity Group Trust).
- Schedule I: Schedule H, Line 4i - Schedule of Assets (Held at End of Year), as of December 31, 2013 (except for third party information related to the Silchester International Value Equity Group Trust).
- Schedule II: Schedule H, Line 4j - Schedule of Reportable Transactions, for the year ended December 31, 2013.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

7. Income Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Company in a letter dated February 12, 2014, that the Plan as amended and restated effective January 1, 2012, is designed in accordance with the applicable sections of the Internal Revenue Code ("IRC").

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. There are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements as of December 31, 2013. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan is no longer subject to income tax examinations for years prior to 2010.

Henry Crown and Company Pension Plan

Notes to Financial Statements

December 31, 2013 and 2012

8. Risks and Uncertainties

The determination of contributions to the Plan and the actuarial present value of accumulated plan benefits are based on certain assumptions pertaining to interest rates, inflation rates and employee demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements.

The Plan also invests in securities that, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits and the Statements of Changes in Net Assets Available for Benefits.

9. Related-Party Transactions

Certain Plan investments are managed by The Northern Trust Company. The Northern Trust Company is the trustee of the Plan; therefore, these transactions qualify as party-in-interest transactions.

SUPPLEMENTAL SCHEDULES

Henry Crown and Company Pension Plan
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

Schedule I

(a)	Identity of issue, borrower, lessor or similar party (b)	Description of investment including maturity date, rate of interest, collateral, par or maturity value (c)	Cost (d)	Current value (e)
	Investments			
	Common stocks			
	Abbvie, Inc.	Common Stock	\$ 111,259	\$ 190,116
	Accenture Plc	Common Stock	165,380	369,990
	American Airlines, Inc.	Common Stock	72,147	75,750
	American Express Company	Common Stock	49,619	117,949
	American International Group, Inc.	Common Stock	3,649,852	5,416,405
	Anadarko Petroleum Corporation	Common Stock	197,981	317,280
	Aon Plc	Common Stock	3,954,216	4,404,225
	Applied Materials, Inc.	Common Stock	4,065,497	5,551,122
	Ashland, Inc.	Common Stock	100,889	126,152
	Blackrock, Inc.	Common Stock	4,146,647	4,747,050
	Boeing Company	Common Stock	385,083	641,503
	Cabot Oil and Gas Corporation	Common Stock	63,041	969,000
	Carmax, Inc.	Common Stock	893,972	1,683,316
	Carpenter Technology Corporation	Common Stock	321,271	578,460
	Covanta Holding Corporation	Common Stock	169,383	195,250
	Delphi Automotive Plc	Common Stock	2,208,638	4,479,685
	Dresser-Rand Group, Inc.	Common Stock	1,946,022	2,528,312
	EOG Resources, Inc.	Common Stock	260,665	386,032
	Family Dollar Stores, Inc.	Common Stock	3,519,756	3,898,200
	Franklin Resources, Inc.	Common Stock	2,017,425	5,207,246
	Gaming and Leisure Properties, Inc.	Common Stock	2,075,641	4,445,875
	General Motors Company	Common Stock	4,308,207	6,130,500
	Illinois Tool Works, Inc.	Common Stock	1,577,504	3,598,624
	Intel Corporation	Common Stock	4,419,238	5,145,272
	International Business Machines Corp.	Common Stock	309,257	675,252
	International Paper Company	Common Stock	314,346	534,427
	Johnson & Johnson	Common Stock	206,443	247,293
	JP Morgan Chase and Company	Common Stock	3,563,030	5,988,352
	Microsoft Corporation	Common Stock	426,049	598,880
	National Oilwell Varco, Inc.	Common Stock	2,838,243	4,644,552
	Occidental Petroleum Corporation	Common Stock	361,617	624,617

**Information included in this schedule is certified as complete and accurate by
The Northern Trust Company; except for third party information related to
the Silchester International Value Equity Group Trust.**

Henry Crown and Company Pension Plan
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

Schedule I

(a)	Identity of issue, borrower, lessor or similar party (b)	Description of investment including maturity date, rate of interest, collateral, par or maturity value (c)	Cost (d)	Current value (e)
	Common stocks - continued			
	Oracle Corporation	Common Stock	4,661,199	5,960,908
	Packaging Corporation of America	Common Stock	215,666	537,880
	Penn National Gaming, Inc.	Common Stock	611,509	1,253,875
	Pfizer, Inc.	Common Stock	259,205	450,261
	Phillips 66	Common Stock	56,761	154,260
	Pioneer Natural Resources Company	Common Stock	160,909	865,129
	SanDisk Corporation	Common Stock	345,032	380,916
	Starwood Hotels & Resorts, Inc.	Common Stock	2,249,969	4,171,125
	Textron, Inc.	Common Stock	265,164	319,812
	Tiffany & Company	Common Stock	1,860,099	3,191,632
	Torchmark Corporation	Common Stock	120,094	265,710
	Travelers Companies, Inc.	Common Stock	262,773	561,348
	Triumph Group, Inc.	Common Stock	3,475,649	3,613,325
	United Continental Holdings, Inc.	Common Stock	179,955	204,282
	Unum Group	Common Stock	290,546	536,724
	Viacom, Inc.	Common Stock	129,173	430,073
	Visa, Inc.	Common Stock	1,644,644	4,898,960
	Wells Fargo & Company	Common Stock	4,481,862	6,773,680
		Total common stocks	69,968,527	109,086,587
	Common and collective trusts			
	Silchester Int'l Value Equity Grp Trust	Common and Collective Trust	4,512,165	7,825,397
*	Northern Trust Collective STIF	Common and Collective Trust	5,727,155	5,727,155
		Total common and collective trusts	10,239,320	13,552,552
		Total investments	<u>\$ 80,207,847</u>	<u>\$ 122,639,139</u>

* Represents a party-in-interest to the Plan.

**Information included in this schedule is certified as complete and accurate by
The Northern Trust Company; except for third party information related to
the Silchester International Value Equity Group Trust.**

Henry Crown and Company Pension Plan
Schedule H, Line 4j - Schedule of Reportable Transactions
Year Ended December 31, 2013

Schedule II

(a)	Identity of party involved/description of investment (b)	Number of transactions	Purchase price (c)	Selling price (d)	Cost of asset (g)	Current value of asset on transaction date (h)	Net gain/ (loss) (i)
	Series of Transactions						
	Boeing Company	3	\$ 165,582	\$ -	\$ 165,582	\$ 165,582	\$ -
	Boeing Company	13	-	5,515,878	2,971,406	5,515,878	2,544,472
*	NT Collective STIF	240	29,815,068	-	29,815,068	29,815,068	-
*	NT Collective STIF	133	-	28,048,689	28,048,689	28,048,689	-

* Represents a party-in-interest to the Plan.

**Information included in this schedule is certified as complete and accurate
by The Northern Trust Company.**

Henry Crown and Company Pension Plan

EIN: 36-2123962; Plan # 101

Plan Year Ending: December 31, 2013

Schedule H, Part IV, Line 4(j) –
Schedule of Transactions in Excess of 5% of Plan Assets

◆ 5% Report - Part A

Single Transaction in Excess of 5%

Security Description / Asset ID	Shares/Par Value	Date	Acquisition Price	Disposition Price	Lease Rental	Expenses Incurred	Cost	Current Value on Transaction Date	Net Gain/Loss
---------------------------------	------------------	------	-------------------	-------------------	--------------	-------------------	------	-----------------------------------	---------------

THERE ARE NO REPORTABLE TRANSACTIONS

NOTE: TRANSACTIONS ARE BASED ON THE 2012-12-31 VALUE (INCLUDING ACCRUALS) OF 95,044,044.47

◆ 5% Report - Part B

Series of Non-Security Transactions with Same Party in Excess of 5%

Security Description / Asset ID	Shares/Par Value	Date	Acquisition Price	Disposition Price	Lease Rental	Expenses Incurred	Cost	Current Value on Transaction Date	Net Gain/Loss
---------------------------------	------------------	------	-------------------	-------------------	--------------	-------------------	------	-----------------------------------	---------------

THERE ARE NO REPORTABLE TRANSACTIONS

NOTE: TRANSACTIONS ARE BASED ON THE 2012-12-31 VALUE (INCLUDING ACCRUALS) OF 95,044,044.47

5500 Supplemental Schedules

1 JAN 13 - 31 DEC 13

Account Name HENRY GROWN PENSION

Account number 7850

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◆ 5% Report - Part C Summary

Series of Transactions by Issue in Excess of 5%

Security Description / Asset ID	Number of Transactions	Transaction Aggregate Acquisition Price	Lease Rental	Expenses Incurred	Cost of Asset	Current Value of Asset on Transaction
BOEING CO COM CUSIP: 097023105	Total acquisitions	3	165,581.93	0.00	165,581.93	165,581.93
	Total dispositions	13	5,515,878.35	0.00	2,971,405.71	5,515,878.35
COLTV SHORT TERM INVT FD CUSIP: 195998AC3	Total acquisitions	240	29,815,067.87	0.00	29,815,067.87	29,815,067.87
	Total dispositions	133	28,048,688.97	0.00	28,048,688.97	28,048,688.97

NOTE: TRANSACTIONS ARE BASED ON THE 2012-12-31 VALUE (INCLUDING ACCRUALS) OF 95,044,044.47

Northern Trust

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5500 Supplemental Schedules

1 JAN 13 - 31 DEC 13

Account Name HENRY CROWN PENSION
Account number 7850

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◆ 5% Report - Part D

Series of Transactions with Same Party in Excess of 5%

Security Description / Asset ID	Shares/Par Value	Date	Acquisition Price	Disposition Price	Lease Rental	Expenses Incurred	Cost	Current Value on Transaction Date	Net Gain/Loss
---------------------------------	------------------	------	-------------------	-------------------	--------------	-------------------	------	-----------------------------------	---------------

THERE ARE NO REPORTABLE TRANSACTIONS

NOTE: TRANSACTIONS ARE BASED ON THE 2012-12-31 VALUE (INCLUDING ACCRUALS) OF 95,044,044.47

Northern Trust

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Henry Crown and Company Pension Plan

EIN: 36-2123962; Plan # 101

Plan Year Ending: December 31, 2013

Schedule H, Part IV, Line 4(i) –
Schedule of Assets (Held at End of Year):

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
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Non-Interest Bearing Cash - USD

USD - United States dollar	0.00	0.00	0.00
Total - all currencies		0.00	0.00
Total Non-Interest Bearing Cash - USD		0.00	0.00

Receivables - Other - USD

Pending trade sales: United States dollar	0.00	657,781.00	657,781.00
Total - all currencies		657,781.00	657,781.00
Total Receivables - Other - USD		657,781.00	657,781.00

*Corporate Stock - Common***United States - USD**

ABBVIE INC COM USD0.01 CUSIP: 00287Y109	3,600.00	111,258.44	190,116.00
ACCENTURE PLC SHS CL A NEW CUSIP: G1151C101	4,500.00	165,380.32	369,990.00
AMERICAN AIRLINES INC COM USD1 CUSIP: 02376R102	3,000.00	72,147.30	75,750.00
AMERICAN EXPRESS CO CUSIP: 025816109	1,300.00	49,619.01	117,949.00
AMERICAN INTERNATIONAL GROUP INC COM CUSIP: 026874784	106,100.00	3,649,851.78	5,416,405.00
ANADARKO PETRO CORP COM CUSIP: 032511107	4,000.00	197,980.65	317,280.00
AON PLC COM CUSIP: G0408V102	52,500.00	3,954,216.11	4,404,225.00
APPLIED MATERIALS INC COM CUSIP: 03822Z105	313,800.00	4,065,497.18	5,551,122.00
ASHLAND INC NEW COM CUSIP: 044209104	1,300.00	100,889.36	126,152.00

** All or a portion of this security participates in Securities Lending.

Northern Trust**- Dol**

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5500 Supplemental Schedules

31 DEC 13

Account Name HENRY CROWN PENSION
Account number 7850

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
---------------------------------	------------------	-----------------	---------------

Corporate Stock - Common

United States - USD

BLACKROCK INC COM STK CUSIP: 09247X101	15,000.00	4,146,646.40	4,747,050.00
BOEING CO COM CUSIP: 097023105	4,700.00	385,083.11	641,503.00
CAROT OIL & GAS CORP COM CUSIP: 127097103	25,000.00	63,040.97	969,000.00
CARMAX INC COM CUSIP: 143130102	35,800.00	893,972.12	1,683,316.00
CARPENTER TECH CORP COM CUSIP: 144285103	9,300.00	321,271.01	578,460.00
COVANTA HLDG CORP COM CUSIP: 22282E102	11,000.00	169,383.09	195,250.00
DELPHI AUTOMOTIVE PLC CUSIP: 627823106	74,500.00	2,208,638.04	4,479,685.00
DRESSER-RAND GROUP INC COM CUSIP: 261608103	42,400.00	1,946,021.90	2,528,312.00
EOG RESOURCES INC COM CUSIP: 28879P101	2,300.00	260,664.84	386,032.00
FAMILY DLR STORES INC COM CUSIP: 307000109	60,000.00	3,519,756.05	3,898,200.00
FRKLN RES INC COM CUSIP: 384613101	90,200.00	2,017,424.51	5,207,246.00
GEN MTRS CO COM CUSIP: 37045V100	150,000.00	4,308,206.42	6,130,500.00
ILL TOOL WKS INC COM CUSIP: 452308109	42,800.00	1,577,503.74	3,598,624.00
INTEL CORP COM CUSIP: 458140100	198,200.00	4,419,237.88	5,145,272.00
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	3,600.00	309,257.10	675,252.00
INTL PAPER CO COM CUSIP: 460146103	10,900.00	314,346.38	534,427.00
JOHNSON & JOHNSON COM USD1 CUSIP: 478160104	2,700.00	206,442.71	247,293.00
JPMORGAN CHASE & CO COM CUSIP: 46625H100	102,400.00	3,563,030.01	5,988,352.00

** All or a portion of this security participates in Securities Lending.

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Generated by Northern Trust from reviewed periodic data on 27 Feb 14

5500 Supplemental Schedules

31 DEC 13

Account Name HENRY CROWN PENSION
Account number 7850

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
MICROSOFT CORP COM CUSIP: 594918104	16,000.00	426,049.09	598,880.00
NATIONAL OILWELL VARCO COM STK CUSIP: 637071101	58,400.00	2,838,243.01	4,644,552.00
OCCIDENTAL PETROLEUM CORP CUSIP: 674599105	6,568.00	361,617.15	624,616.80
ORACLE CORP COM CUSIP: 68389X105	155,800.00	4,661,198.50	5,960,908.00
PACKAGING CORP AMER COM ISIN CUSIP: 695158109 US6951581090	8,500.00	215,666.04	537,880.00
PENN NATL GAMING INC COM CUSIP: 707569109	87,500.00	611,509.55	1,253,875.00
PFIZER INC COM CUSIP: 717081103	14,700.00	259,205.25	450,261.00
PHILLIPS 66 COM CUSIP: 718548104	2,000.00	56,761.01	154,260.00
PIONEER NAT RES CO COM STK CUSIP: 723787107	4,700.00	160,908.80	865,129.00
SANDISK CORP COM CUSIP: 80004C101	5,400.00	345,031.84	380,916.00
STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK CUSIP: 85590A401	52,500.00	2,249,969.33	4,171,125.00
TEXTRON INC COM CUSIP: 883203101	8,700.00	265,164.45	319,812.00
TIFFANY & CO COM CUSIP: 886547108	34,400.00	1,860,099.16	3,191,632.00
TORCHMARK CORP COM CUSIP: 891027104	3,400.00	120,093.58	265,710.00
TRAVELERS COS INC COM STK CUSIP: 89417E109	6,200.00	262,772.79	561,348.00
TRIUMPH GROUP INC NEW COM CUSIP: 896818101	47,500.00	3,475,649.18	3,613,325.00
UNITED CONTL HLDGS INC COM STK CUSIP: 910047109	5,400.00	178,954.64	204,282.00
UNUM GROUP CUSIP: 91529Y106	15,300.00	290,546.44	536,724.00

** All or a portion of this security participates in Securities Lending.

Northern Trust - Dol

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5500 Supplemental Schedules

31 DEC 13

Account Name HENRY CROWN PENSION
Account number 7850

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
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Corporate Stock - Common

United States - USD			
VIACOM INC NEW CL A CUSIP: 92553P102	4,900.00	129,172.90	430,073.00
VISA INC COM CL A STK CUSIP: 92826C839	22,000.00	1,644,644.34	4,898,960.00
WELLS FARGO & CO NEW COM STK CUSIP: 949746101	149,200.00	4,481,862.28	6,773,680.00
Total United States - USD		67,891,885.76	104,640,711.80
Total Corporate Stock - Common		67,891,885.76	104,640,711.80

Value of Interest in Common/Collective Trusts

United States - USD			
COLTV SHORT TERM INV7 FD CUSIP: 195988AC3	5,727,155.11	5,727,155.11	5,727,155.11
Total United States - USD		5,727,155.11	5,727,155.11
Total Value of Interest in Common/Collective Trusts		5,727,155.11	5,727,155.11

103-12 Investment Entities

International Region - USD			
CF SILCHESTER INTL INVS INTL VALUE CUSIP: 817994CF1	78,519.87	4,512,165.09	7,825,396.63
Total International Region - USD		4,512,165.09	7,825,396.63
Total 103-12 Investment Entities		4,512,165.09	7,825,396.63

** All or a portion of this security participates in Securities Lending.

Northern Trust

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5500 Supplemental Schedules

31 DEC '13

Account Name HENRY CROWN PENSION
Account number 7850

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
United States - USD			
GAMING & LEISURE PPTYS INC COM CUSIP: 38467J108	87,500.00	2,075,641.33	4,445,875.00
Total United States - USD		2,075,641.33	4,445,875.00
Total Other		2,075,641.33	4,445,875.00
<i>Other Liabilities</i>			
Pending trade purchases: United States dollar	0.00	-73,861.44	-73,861.44
Total - all currencies		-73,861.44	-73,861.44
Total Other Liabilities		-73,861.44	-73,861.44
Total		80,780,766.85	123,223,065.10

** All or a portion of this security participates in Securities Lending.

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

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 64.

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	4.00%	10,000	400	22,000
56	4.00%	9,600	384	21,504
57	4.00%	9,216	369	21,033
58	4.00%	8,847	354	20,532
59	4.00%	8,493	340	20,060
60	4.00%	8,153	326	19,560
61	4.00%	7,827	313	19,093
62	4.00%	7,514	301	18,662
63	4.00%	7,213	289	18,207
64	4.00%	6,924	277	17,728
65	25.00%	6,647	1,662	108,030
66	25.00%	4,985	1,246	82,236
67	25.00%	3,739	935	62,645
68	100.00%	2,804	2,804	190,672
69	0	0	0	0
70	0	0	0	0
Total			10,000	641,962
Average				64.20

Schedule SB, Line 26 — Schedule of Active Participant Data

Attained age	Years of credited service										
	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & up	Total
Under 25		1									1
25-29		9	1								10
30-34		11	6	4							21
35-39	1	8	10	6	2						27
40-44		5	4	7	4						20
45-49		5	4	7	4	5	1				26
50-54		4	4	2	8	5	5				28
55-59			4	4	1	2	6				17
60-64		3	2	7	3	5	6				26
65-69		1		3		1	1				6
70 & up							2				2
Total	1	47	35	40	22	18	21				184

In each cell, the number is the count of active participants for each age/service combination.

Schedule SB, Part V — Summary of Plan Provisions**Summary of Major Plan Provisions****A. Salaried Employees – See Section B for plan provisions for Hourly Employees**

Effective date and plan year	Original plan: January 1, 1985 Plan year: The calendar year												
Status of the plan	The plan has ongoing benefit accruals and new employees are eligible to participate in the plan once they satisfy the participation requirements.												
Significant events that occurred during the year	None												
Definitions													
▪ Covered employees	The plan covers the salaried employees of the participating Employing Units.												
▪ Participation	Employees begin participation on the January 1 or July 1 following the completion of one year of service and the attainment of age 21. Employees who satisfied these requirements on January 1, 1985 participated as of that date. Employees eligible to participate on January 1, 1985 who had at least 25 years of service as of that date could irrevocably elect not to participate by filing such an election with the Plan Administrator on or before March 1, 1985. Aurora Venture became an Employing Unit of the plan during 1988, and employees satisfying the eligibility requirements on January 1, 1986 receive benefit accruals starting on that date. The Salisbury North Carolina plant of Woodard became an Employing Unit of the plan during 1997.												
▪ Year of participation with an employing unit	A year of participation with an Employing Unit is a plan year during which the employee has at least 1,000 hours of service. Appropriate adjustments are made if a Company becomes an Employing Unit during the plan year. The current Employing Units and the date they became Employing Units for benefit accrual purposes, are as follows: <table data-bbox="747 1533 1474 1764"> <thead> <tr> <th>Employing Units</th><th>Effective Date</th></tr> </thead> <tbody> <tr> <td>CC Industries, Inc.</td><td>1/1/85</td></tr> <tr> <td>Henry Crown and Company</td><td>1/1/85</td></tr> <tr> <td>Woodard</td><td>1/1/85</td></tr> <tr> <td>Aurora Venture</td><td>1/1/86</td></tr> <tr> <td>Woodard Salisbury</td><td>1/1/99</td></tr> </tbody> </table>	Employing Units	Effective Date	CC Industries, Inc.	1/1/85	Henry Crown and Company	1/1/85	Woodard	1/1/85	Aurora Venture	1/1/86	Woodard Salisbury	1/1/99
Employing Units	Effective Date												
CC Industries, Inc.	1/1/85												
Henry Crown and Company	1/1/85												
Woodard	1/1/85												
Aurora Venture	1/1/86												
Woodard Salisbury	1/1/99												
▪ Pensionable earnings	Earnings for actual hours worked while an active participant (including bonuses) plus elective, pre tax contributions to a 401(k) plan and short term disability payments.												

Schedule SB, Part V — Summary of Plan Provisions

▪ Hours of service	An employee who renders 500 or fewer hours of service with a member of the Affiliated Group in a calendar year will have a "break in service." If he renders more than 500 but less than 1,000 hours of service in a year, he will not have a break in service, but the year will not count for eligibility or vesting purposes. If he renders 1,000 or more hours of service in a year, such year will be credited for eligibility and vesting purposes. Service while receiving long term disability payments will be considered as service for vesting purposes.
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▪ Employee contributions	None.
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Normal retirement

▪ Eligibility	The first day of the month coincident with or next following the employee's 65th birthday.
▪ Benefit	Amount of Monthly Life Only Pension

For service prior to January 1, 1989

For each year of participation with an Employing Unit an employee is credited with one twelfth of the sum of (i) 1.50% of earnings not in excess of the taxable wage base for such year and (ii) 2.50% of any excess of such earnings over the taxable wage base for such year.

For service after December 31, 1988

For each year of participation with an Employing Unit an employee will be credited with one twelfth of 1.50% of his earnings during such year.

Early retirement

▪ Eligibility	Completion of 5 years of service and attainment of age 55.
▪ Benefit	An employee who retires early may elect either 1. or 2.

1. A deferred retirement income to begin at Normal Retirement Date equal to the total benefits accrued to actual retirement date, or

2. An immediate retirement income to begin at Early Retirement Date equal to total accrued benefits, reduced by 1/2% for each month that payment commencement date precedes Normal Retirement Date.

Schedule SB, Part V — Summary of Plan Provisions

Late retirement

- | | |
|---------------|--|
| ▪ Eligibility | First of month coinciding with or next following separation from service after the Normal Retirement date. |
| ▪ Benefit | Benefits continue to accrue until the date of actual retirement. |
-

Deferred vested

- | | |
|---------------|--|
| ▪ Eligibility | Completion of 5 years of service or attainment of age 65. |
| ▪ Benefit | Pension commencing on the Normal Retirement Date: An amount computed in the same manner as for early retirement. |
-

Early commencement: A participant with a right to a deferred vested pension commencing on his Normal Retirement Date may elect early commencement of a pension on the first day of any month following attainment of age 55. The pension will be equal to his vested benefit, reduced by 1/2% for each month that his payment commencement date precedes his Normal Retirement Date.

Disability

- | | |
|---------------|---|
| ▪ Eligibility | Termination of active employment on or after January 1, 2003 by a Salaried Employee who is eligible for benefits under a long term disability program established by the employer. |
| ▪ Benefit | The period of time that an eligible disabled participant is receiving long term disability benefits is included in determining vesting service and for a participant who becomes disabled after January 1, 2003, in credited service. |
-

Schedule SB, Part V — Summary of Plan Provisions

Death

- Pre-retirement surviving spouse's benefit

Eligibility

Vested and married on the date of death. This provision is applicable to vested active, transferred, and terminated participants.

Amount

The benefit payable to the spouse at the death of the participant is a lifetime annuity commencing at the time the participant would have attained age 55 had he survived (or immediately, if he is at least age 55 at the time of his death). The monthly amount so payable is equal to 50% of the monthly retirement income which the participant would have received had he separated from service on the date of his death, survived to age 55 (if then under age 55), and commenced receiving benefits under the 50% Contingent Annuity Option. The spouse may elect immediate commencement of the benefit, if deferred, or elect deferral of its commencement, if the benefit is payable immediately and has a lump sum value of \$5,000 or more. In such event the benefit payable will be the actuarial equivalent of the benefit otherwise payable.

If the spouse of a participant receiving or entitled to a benefit under this provision dies, and there are children of the participant under the age of 18, the benefit shall continue (or commence, if the spouse was not receiving a benefit on the date of her death) to each such child for a period of 5 years or, if the child was under the age of 16 on the spouse's date of death, until the attainment of age 21. Each child shall receive an equal share of the actuarial value of the benefit the spouse was receiving or entitled to receive. The benefit payable to each child shall be the actuarial equivalent of his share.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Death benefits for unmarried participants with dependents 	<p>Eligibility</p> <p>Vested, unmarried at the date of death, and having children under age 18 or other dependents so designated by the participant to receive this benefit on a form provided by the Plan Administrator.</p> <p>Amount</p> <p>Each dependent shall receive an equal share, or share designated by the participant, of the actuarial value of the benefit that would have been payable to the spouse, if there was such a spouse. For the purposes of determining the actuarial value of this benefit the spouse's age is assumed to be the same as the participant's. The benefit shall be payable to each child for a period of 5 years or, if the dependent was under the age of 16 on the participant's date of death, until the attainment of age 21. The benefit payable shall be the actuarial equivalent of each dependent's share.</p>
<ul style="list-style-type: none"> Death benefits for unmarried participants without dependents 	<p>Eligibility</p> <p>Vested, attainment of age 55 but not age 65, unmarried at the date of death and having no dependents on the date of death.</p> <p>Amount</p> <p>Each parent or lineal descendent so designated by the participant on a form provided by the Plan Administrator shall receive an equal share, or share designated by the participant, of the actuarial value of the benefit that would have been payable to the spouse, if there was such a spouse. For purposes of determining the actuarial value of this benefit the spouse's age is assumed to be the same as the participant's. The benefit shall be payable to each designated beneficiary for a period of 5 years or, if the designated beneficiary was under the age of 16 on the participant's date of death, until the attainment of age 21. The benefit payable shall be the actuarial equivalent of each designated beneficiary's share.</p>
<p>Form of benefits</p>	
<ul style="list-style-type: none"> Automatic form for unmarried participants 	<p>Life Only Annuity.</p>

Schedule SB, Part V — Summary of Plan Provisions

▪ Automatic form for married participants	50% Contingent Annuity, actuarially equivalent to the Life Only Annuity which would have been payable had the participant been unmarried.
▪ Optional forms	100%, 75% or 50% Contingent Annuity.
	Life Only Annuity (optional for married participants).
	5 or 10 years Certain and Life Annuity.
▪ Optional form conversion factors	<p>Lump-Sum Payouts for Small Benefits</p> <p>Lump-sum payout for small benefits consist of lump-sum payout amounts under \$5,000</p> <p>Interest</p> <p>Three segment interest rates derived from the high-quality corporate-bond yield curve (AAA, AA and A ratings), phased in over five years.</p> <p>Mortality</p> <p>50/50 male/female blend of the combined non-annuitant/annuitant mortality table as prescribed in IRS Revenue Ruling 2007-67.</p> <p>All Other Benefit Forms</p> <p>Interest</p> <p>7%</p> <p>Mortality</p> <p>UP-1984 Mortality Table with no age adjustment for employees and a three year age reduction for spouses.</p>
Miscellaneous	
▪ Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2012, the limit is \$250,000.
▪ Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2012, the limit is \$200,000.

Schedule SB, Part V — Summary of Plan Provisions**B. Hourly Employees – See Section A for plan provisions for Salaried Employees**

Effective date and plan year	Original plan: January 1, 1976 Plan year: The calendar year
Status of the plan	The plan has ongoing benefit accruals and new employees are eligible to participate in the plan once they satisfy the participation requirements. There are currently no active hourly employees in the plan.
Significant events that occurred during the year	None
Definitions	
▪ Covered employees	The plan covers the hourly employees of the participating Employing Units.
▪ Participation	Employees begin participation on the first day of the calendar month following the completion of one year of service and the attainment of age 21. Each participant in the Joanna Plan on March 26, 1987 shall become a participant in this plan on March 27, 1987. Employees of Woodard Maxton and Salisbury became participants in this plan effective January 1, 2000.

Schedule SB, Part V — Summary of Plan Provisions

- Year of participation with an employing unit

A year of participation with an Employing Unit is a plan year during which the employee has at least 1,000 hours of service (870 hours of service for the Joanna division). Appropriate adjustments are made if a Company becomes an Employing Unit during the plan year. The current Employing Units and the date they became Employing Units for benefit accrual purposes, are as follows:

Employing Units	Effective Date
Aberdeen Manufacturing Corporation Kaufman, Texas Plant Conway, South Carolina Plant Tabor City, North Carolina Plant	1/1/1987
Woodard Lee L. Woodard Division Owosso, Michigan Plant	1/1/1987
CHF Industries, Inc. - Joanna Division Clinton, South Carolina Plant Joanna, South Carolina Plant	3/27/1987
Woodard Maxton, North Carolina Plant Salisbury, North Carolina Plant	1/1/2000

Schedule SB, Part V — Summary of Plan Provisions

▪ Hours of service	An employee who renders 500 or fewer hours of service in a calendar year will have a "break in service." If he renders more than 500 but less than 1,000 hours of service in a year, he will not have a break in service, but the year will not count for eligibility or vesting purposes. If he renders 1,000 or more hours of service in a year, such year will be credited for eligibility and vesting purposes. Service while receiving long term disability payments will be considered as service for vesting purposes. A participant will be credited for credited service if he renders 1,000 or more hours of service in a year.
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▪ Employee contributions	None.
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Normal retirement

▪ Eligibility	The attainment of age 65.
▪ Benefit	<ol style="list-style-type: none"> 1. \$10.00 times Years of Credited Service prior to January 1, 2000. 2. \$12.00 times Years of Credited Service after January 1, 2000 and prior to January 1, 2001. 3. \$14.00 times Years of Credited Service after January 1, 2001 and prior to January 1, 2002. 4. \$15.00 times Years of Credited Service after January 1, 2002.

Early retirement

▪ Eligibility	Completion of 5 years of service and attainment of age 55.
▪ Benefit	<p>An employee who retires early may elect either 1. or 2.:</p> <ol style="list-style-type: none"> 1) A deferred retirement income to begin at Normal Retirement Date equal to the total benefits accrued to actual retirement date, or 2) An immediate retirement income to begin at Early Retirement Date equal to total accrued benefits, reduced by $\frac{1}{2}\%$ for each month that payment commencement date precedes Normal Retirement Date.

Late retirement

▪ Eligibility	First of month coinciding with or next following separation from service after the Normal Retirement Date.
▪ Benefit	Benefits continue to accrue until the date of actual retirement.

Deferred vested

Schedule SB, Part V — Summary of Plan Provisions

▪ Eligibility	Completion of 5 Years of Service or attainment of age 65.
▪ Benefit	<p>Pension commencing on the Normal Retirement Date: An amount computed in the same manner as for early retirement.</p> <p>Early commencement: A participant with a right to a deferred vested pension commencing on his Normal Retirement Date may elect early commencement of a pension on the first day of any month following attainment of age 55. The pension will be equal to his vested benefit, reduced by 1/2% for each month that his payment commencement date precedes his Normal Retirement Date.</p>
Death	
▪ Pre-retirement Surviving Spouse's Benefit	<p>Eligibility</p> <p>Vested and married on the date of death. This provision is applicable to vested active, transferred, and terminated participants.</p> <p>Amount</p> <p>The benefit payable to the spouse at the death of the participant is a lifetime annuity commencing at the time the participant would have attained age 55 had he survived (or immediately, if he is at least age 55 at the time of his death). The monthly amount so payable is equal to 50% of the monthly retirement income which the participant would have received had he separated from service on the date of his death, survived to age 55 (if then under age 55), and commenced receiving benefits under the 50% Contingent Annuity Option. The spouse may elect immediate commencement of the benefit, if deferred, or elect deferral of its commencement, if the benefit is payable immediately and has a lump sum value of \$5,000 or more. In such event the benefit payable will be the actuarial equivalent of the benefit otherwise payable.</p>
Form of benefits	
▪ Automatic form for unmarried participants	Life Only Annuity.

Schedule SB, Part V — Summary of Plan Provisions

▪ Automatic form for married participants	50% Contingent Annuity, actuarially equivalent to the Life Only annuity which would have been payable and the participant been unmarried.
▪ Optional forms	100%, 75%, 66-2/3% or 50% Contingent Annuity. Life Only annuity (optional for married participants). 5 or 10 years Certain and Life Annuity.
▪ Optional form conversion factors	<p>Lump-Sum Payouts for Small Benefits</p> <p>Lump-sum payouts for small benefits consist of lump-sum payout amounts under \$5,000.</p> <p>Interest</p> <p>Three segment interest rates derived from the high-quality corporate-bond yield curve (AAA, AA and A ratings), phased in over five years.</p> <p>Mortality</p> <p>50/50 male/female blend of the combined non-annuitant/annuitant mortality table as prescribed in IRS Revenue Ruling 2007-67.</p> <p>The lump-sum payout amount is determined assuming the commencement of the benefit at age 65, or, if older, upon immediate commencement.</p> <p>All Other Benefit Forms</p> <p>Interest</p> <p>7%</p> <p>Mortality</p> <p>UP-1984 Mortality Table with no age adjustment for employees and a three year age reduction for spouses.</p>
Miscellaneous	
▪ Sale of Division	CHF Industries was sold February 25, 1995. All CHF employees were vested in their accrued benefits at that time. Service after the sale date does not count as plan participation for benefit accrual purposes.

Schedule SB, Part V — Summary of Plan Provisions

▪ Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2013, the limit is \$255,000.
▪ Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2013, the limit is \$205,000.

B. Hourly Employees – See Section A for plan provisions for Salaried Employees

Effective date and plan year	Original plan: January 1, 1976 Plan year: The calendar year
Status of the plan	The plan has ongoing benefit accruals and new employees are eligible to participate in the plan once they satisfy the participation requirements. There are currently no active hourly employees in the plan.
Significant events that occurred during the year	None
Definitions	
• Covered employees	The plan covers the hourly employees of the participating Employing Units.
• Participation	Employees begin participation on the first day of the calendar month following the completion of one year of service and the attainment of age 21. Each participant in the Joanna Plan on March 26, 1987 shall become a participant in this plan on March 27, 1987. Employees of Woodard Maxton and Salisbury became participants in this plan effective January 1, 2000.

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Year of participation with an employing unit 	<p>A year of participation with an Employing Unit is a plan year during which the employee has at least 1,000 hours of service (870 hours of service for the Joanna division). Appropriate adjustments are made if a Company becomes an Employing Unit during the plan year. The current Employing Units and the date they became Employing Units for benefit accrual purposes, are as follows:</p>																												
	<table> <tr> <th>Employing Units</th><th>Effective Date</th></tr> <tr> <td>Aberdeen Manufacturing Corporation</td><td>1/1/1987</td></tr> <tr> <td>Kaufman, Texas Plant</td><td></td></tr> <tr> <td>Conway, South Carolina Plant</td><td></td></tr> <tr> <td>Tabor City, North Carolina Plant</td><td></td></tr> <tr> <td>Woodard</td><td>1/1/1987</td></tr> <tr> <td>Lee L. Woodard Division</td><td></td></tr> <tr> <td>Owosso, Michigan Plant</td><td></td></tr> <tr> <td>CHF Industries, Inc. - Joanna Division</td><td>3/27/1987</td></tr> <tr> <td>Clinton, South Carolina Plant</td><td></td></tr> <tr> <td>Joanna, South Carolina Plant</td><td></td></tr> <tr> <td>Woodard</td><td>1/1/2000</td></tr> <tr> <td>Maxton, North Carolina Plant</td><td></td></tr> <tr> <td>Salisbury, North Carolina Plant</td><td></td></tr> </table>	Employing Units	Effective Date	Aberdeen Manufacturing Corporation	1/1/1987	Kaufman, Texas Plant		Conway, South Carolina Plant		Tabor City, North Carolina Plant		Woodard	1/1/1987	Lee L. Woodard Division		Owosso, Michigan Plant		CHF Industries, Inc. - Joanna Division	3/27/1987	Clinton, South Carolina Plant		Joanna, South Carolina Plant		Woodard	1/1/2000	Maxton, North Carolina Plant		Salisbury, North Carolina Plant	
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<ul style="list-style-type: none"> Hours of service 	<p>An employee who renders 500 or fewer hours of service in a calendar year will have a "break in service." If he renders more than 500 but less than 1,000 hours of service in a year, he will not have a break in service, but the year will not count for eligibility or vesting purposes. If he renders 1,000 or more hours of service in a year, such year will be credited for eligibility and vesting purposes. Service while receiving long term disability payments will be considered as service for vesting purposes. A participant will be credited for credited service if he renders 1,000 or more hours of service in a year.</p>																												
<ul style="list-style-type: none"> Employee contributions 	None.																												
Normal retirement																													
<ul style="list-style-type: none"> Eligibility 	The attainment of age 65.																												

Schedule SB, Part V — Summary of Plan Provisions

• Benefit	<ol style="list-style-type: none"> 1. \$10.00 times Years of Credited Service prior to January 1, 2000. 2. \$12.00 times Years of Credited Service after January 1, 2000 and prior to January 1, 2001. 3. \$14.00 times Years of Credited Service after January 1, 2001 and prior to January 1, 2002. 4. \$15.00 times Years of Credited Service after January 1, 2002.
Early retirement	
• Eligibility	Completion of 5 years of service and attainment of age 55.
• Benefit	<p>An employee who retires early may elect either 1. or 2.:</p> <ol style="list-style-type: none"> 1) A deferred retirement income to begin at Normal Retirement Date equal to the total benefits accrued to actual retirement date, or 2) An immediate retirement income to begin at Early Retirement Date equal to total accrued benefits, reduced by $\frac{1}{2}\%$ for each month that payment commencement date precedes Normal Retirement Date.
Late retirement	
• Eligibility	First of month coinciding with or next following separation from service after the Normal Retirement Date.
• Benefit	Benefits continue to accrue until the date of actual retirement.
Deferred vested	
• Eligibility	Completion of 5 Years of Service or attainment of age 65.
• Benefit	<p>Pension commencing on the Normal Retirement Date: An amount computed in the same manner as for early retirement.</p> <p>Early commencement: A participant with a right to a deferred vested pension commencing on his Normal Retirement Date may elect early commencement of a pension on the first day of any month following attainment of age 55. The pension will be equal to his vested benefit, reduced by $\frac{1}{2}\%$ for each month that his payment commencement date precedes his Normal Retirement Date.</p>

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

- Pre-retirement Surviving Spouse's Benefit

Eligibility

Vested and married on the date of death. This provision is applicable to vested active, transferred, and terminated participants.

Amount

The benefit payable to the spouse at the death of the participant is a lifetime annuity commencing at the time the participant would have attained age 55 had he survived (or immediately, if he is at least age 55 at the time of his death). The monthly amount so payable is equal to 50% of the monthly retirement income which the participant would have received had he separated from service on the date of his death, survived to age 55 (if then under age 55), and commenced receiving benefits under the 50% Contingent Annuity Option. The spouse may elect immediate commencement of the benefit, if deferred, or elect deferral of its commencement, if the benefit is payable immediately and has a lump sum value of \$5,000 or more. In such event the benefit payable will be the actuarial equivalent of the benefit otherwise payable.

Form of benefits

- | | |
|---|---|
| • Automatic form for unmarried participants | Life Only Annuity. |
| • Automatic form for married participants | 50% Contingent Annuity, actuarially equivalent to the Life Only annuity which would have been payable and the participant been unmarried. |
| • Optional forms | 100%, 75% or 50% Contingent Annuity.
Life Only annuity (optional for married participants).
5 or 10 years Certain and Life Annuity. |

Schedule SB, Part V — Summary of Plan Provisions

<ul style="list-style-type: none"> Optional form conversion factors 	<p>Lump-Sum Payouts for Small Benefits</p> <p>Lump-sum payouts for small benefits consist of lump-sum payout amounts under \$5,000.</p> <p>Interest</p> <p>Three segment interest rates derived from the high-quality corporate-bond yield curve (AAA, AA and A ratings), phased in over five years.</p> <p>Mortality</p> <p>50/50 male/female blend of the combined non-annuitant/annuitant mortality table as prescribed in IRS Revenue Ruling 2007-67.</p> <p>The lump-sum payout amount is determined assuming the commencement of the benefit at age 65, or, if older, upon immediate commencement.</p> <p>All Other Benefit Forms</p> <p>Interest</p> <p>7%</p> <p>Mortality</p> <p>UP-1984 Mortality Table with no age adjustment for employees and a three year age reduction for spouses.</p>
Miscellaneous	
<ul style="list-style-type: none"> Sale of Division 	<p>CHF Industries was sold February 25, 1995. All CHF employees were vested in their accrued benefits at that time. Service after the sale date does not count as plan participation for benefit accrual purposes.</p>
<ul style="list-style-type: none"> Maximum benefits 	<p>Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2013, the limit is \$205,000.</p>

Benefits Included or Excluded

Unless noted below, all benefits provided by the plan are included in this valuation.

- Most recent plan amendments included:** The plan was restated effective January 1, 2012, and last amended on December 23, 2010.
- Plan amendments excluded:** None
- Late retirement increases:**
 - *Active participants:* Current active participants over normal retirement age are valued using their accrued benefit. Late retirement actuarial increases are deemed to be insignificant for this valuation.

Schedule SB, Part V — Summary of Plan Provisions

- *Deferred vested participants*: Current deferred vested participants over normal retirement age are valued using their accrued benefit. Late retirement actuarial increases are deemed to be insignificant for this valuation.
- **Internal Revenue Code limitations**: The limitations of Internal Revenue Code Section 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans**: We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60% of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.
- **Shutdown benefits**: We are not aware of any corporate actions that would create shutdown benefits; therefore, they are excluded.

Plan Provisions Specific to Funding
Additional Benefits Included or Excluded

- **IRC Section 436 benefit restrictions**:
 - *Plan amendments*: See above.
 - *Prohibited payments*: Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals*: The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.
- **Unpredictable contingent event benefits**: The plan does not have any unpredictable contingent event benefits.

Schedule SB, Part V — Summary of Plan Provisions

Plan Provision Changes Since Prior Valuation

Maximum compensation amounts and maximum benefit amounts under IRS rules were updated from 2012 to 2013.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial assumptions****Discount rate sponsor elections**

▪ Segment rates or full yield curve	Segment		
▪ Look-back months	0		
▪ Use stabilized rates – funding	Yes		
	Stabilized	Nonstabilized	
▪ First 5 years	4.94%	1.62%	
▪ Next 15 years	6.15%	4.40%	
▪ Over 20 years	6.76%	5.45%	

Mortality sponsor elections

▪ Healthy and disabled participants	PPA separate generational annuitant and nonannuitant mortality tables
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Other economic assumptions

▪ Salary increases	Attained age	Salary Increases
	20	8.50%
	25	8.50%
	30	7.50%
	35	7.00%
	40	6.00%
	45	5.00%
	50	5.00%
	55	4.00%
	60	4.00%
▪ Flat-dollar benefit increases	N/A	
▪ Social Security wage base	N/A	
▪ Inflation	2.50% per year	
▪ Expected investment return	8.25%	
▪ Expenses	\$386,000 added to current year normal cost	

Demographic assumptions

- Withdrawal
- Retirement age

See table of sample rates.

Attained age	Percentage
55 – 64	4%
65 – 67	25%
68	100%

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

- Benefit commencement age for

– Future vested deferred	65
– Current vested deferred	65

- Spouse assumptions

<u>Male participants</u>	<u>Female participants</u>
– Percentage married	100%
– Spouse age difference	3 years younger

Form of payment	<u>Lump sum</u>	<u>Single life</u>	<u>50% J&S</u>
▪ Active retirements	0%	0%	100%
▪ Future vested deferred	0%	0%	100%
▪ Future deaths	0%	0%	100%
▪ Current vested deferred	0%	0%	100%

Unpredictable contingent event assumptions Not applicable

Valuation Pay Valuation pay for 2013 is equal to [(a) + (b) + (c)] multiplied by the salary scale: (a) 2012 base compensation; (b) actual bonus during 2012; and (c) an assumed incentive bonus equal to an individual's target incentive percentage multiplied by their base compensation for 2012.

Table of Sample Rates

Attained age	Percentage	
	<u>Withdrawal</u>	
	Less than or equal to 3 years of service (Select)	Greater than 3 years of service (Ultimate)
20	15.00%	17.85%
25	15.00%	17.85%
30	15.00%	12.02%
35	15.00%	8.47%
40	15.00%	6.41%
45	15.00%	5.41%
50	15.00%	4.93%
55	15.00%	3.24%
60	15.00%	3.24%

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

Actuarial methods

An actuarial valuation is only a snapshot of a plan's estimated financial condition at a particular point in time; it does not predict the plan's future financial condition or its ability to pay benefits in the future and does not provide any guarantee of future financial soundness of the plan. Over time, a plan's total cost will depend on a number of factors, including the amount of benefits the plan pays, the number of people paid benefits, the period of time over which benefits are paid, plan expenses and the amount earned on any assets invested to pay benefits. These amounts and other variables are uncertain and unknowable at the valuation date.

Because modeling all aspects of a situation is not possible or practical, we may use summary information, estimates, or simplifications of estimates to facilitate the modeling of future events in an efficient and cost-effective manner. We may also exclude factors or data that, if used, in our judgment, would not have significantly affected our results. Use of such simplifying techniques does not, in our judgment, affect the reasonableness of valuation results for the plan.

Valuations do not affect the ultimate cost of the plan, only the timing of when benefit costs are recognized. Cost recognition occurs over time. If the costs recognized over a period of years are lower or higher than necessary, for whatever reason, normal and expected practice is to adjust future cost levels to recognize the entire cost of the plan over time.

Actuarial Methods for Funding

Asset Methods

The asset valuation method is the fair market value.

Participant Methods

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

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

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

Minimum Funding Methods

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

A detailed description of the calculation follows:

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

Maximum deductible contribution method

Calculations of maximum deductible contributions include the excess of the funding target computed using the projected unit credit method over the minimum funding target. The objective of the projected unit credit method is to fund each participant's benefits under the plan as they accrue, taking into consideration expected future compensation or benefit increases. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- An individual's **projected funding target** is the present value of benefits based on credited service as of the beginning of the plan year and projected compensation or benefit that would be used in the calculation of the benefit on each expected separation date. If multiple decrements are used, the projected funding target for an individual is the sum of the component projected funding targets associated with the various anticipated separation dates.
- The plan's **projected funding target** is the sum of the projected funding targets for all participants under the plan. The excess of the plan's projected funding target over the plan's funding target is included in the "cushion amount".

Schedule SB, Line 24 — Change in Actuarial Assumptions

Actuarial assumption changes since prior valuation

- Interest discounts were updated from 2012 segment rates to 2013 segment rates in accordance with PPA.
- The expense component of normal cost decreased from \$397,000 to \$386,000 to reflect our expectations for the current plan year.

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment 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**

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

Henry Crown and Company Pension Plan

B Three-digit
plan number (PN) ►

101

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF

HENRY CROWN AND COMPANY (F/K/A) CC INDUSTRIES, INC.

D Employer Identification Number (EIN)

36-2123962

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 1 Day 1 Year 2013**2** Assets:**a** Market value **2a** 94,968,651**b** Actuarial value **2b** 94,968,651**3** Funding target/participant count breakdown:**(1) Number of participants****(2) Funding Target****a** For retired participants and beneficiaries receiving payment **3a** 1,588 38,581,146**b** For terminated vested participants **3b** 760 14,481,418**c** For active participants:**(1)** Non-vested benefits **3c(1)** 349,238**(2)** Vested benefits **3c(2)** 13,086,535**(3)** Total active **3c(3)** 184 13,435,773**d** Total **3d** 2,532 66,498,337**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** 1,503,058**Statement by Enrolled Actuary**

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

**SIGN
HERE**

Signature of actuary

Bonnie J. Marr

Type or print name of actuary

Mercer

Firm name

155 North Wacker Drive

Chicago

IL 60606-7500

Address of the firm

9/10/14

Date

14-04072

Most recent enrollment number

(312) 917-9900

Telephone number (including area code)

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)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>17.19</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>5.38</u> % except as otherwise provided (see instructions)		
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	142.81 %
15 Adjusted funding target attainment percentage	15	142.81 %
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	117.80 %
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
Totals ►			18(b)	0	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	0

20 Quarterly contributions and liquidity shortfalls:
a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

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

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

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

Part V Assumptions Used to Determine Funding Target and Target Normal Cost**21** Discount rate:**a** Segment rates:1st segment:
4.94 %2nd segment:
6.15 %3rd segment:
6.76 %☐ N/A, full yield curve used**b** Applicable month (enter code).....**21b**

0

22 Weighted average retirement age**22**

64

23 Mortality table(s) (see instructions) ☐ Prescribed - combined☒ Prescribed - separate☐ Substitute**Part VI Miscellaneous Items****24** Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**25** Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No**26** Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**27** If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment**27****Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years****28** Unpaid minimum required contributions for all prior years**28**

0

29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....**29**

0

30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)**30**

0

Part VIII Minimum Required Contribution For Current Year**31** Target normal cost and excess assets (see instructions):**a** Target normal cost (line 6).....**31a**

1,503,058

b Excess assets, if applicable, but not greater than line 31a**31b**

1,503,058

32 Amortization installments:

Outstanding Balance

Installment

a Net shortfall amortization installment.....**b** Waiver amortization installment**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**

0

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**

0

37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....**37**

0

38 Present value of excess contributions for current year (see instructions)**a** Total (excess, if any, of line 37 over line 36)**38a**

0

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**