

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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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>THE O'GARA GROUP, INC. 401(K) 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>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>02/10/2006</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>02/10/2006</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>02/10/2006</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>THE O'GARA GROUP, INC.</u> <u>7870 EAST KEMPER RD SUITE 460</u> <u>CINCINNATI, OH 45249</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>20-2790142</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>513-773-3342</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>541990</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>20-2790142</u>	2c Sponsor's telephone number <u>513-773-3342</u>	2d Business code (see instructions) <u>541990</u>	
2b Employer Identification Number (EIN) <u>20-2790142</u>					
2c Sponsor's telephone number <u>513-773-3342</u>					
2d Business code (see instructions) <u>541990</u>					

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/13/2014</u>	<u>STEVE RATTERMAN</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/13/2014</u>	<u>SHERRI RANSON</u>
	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		5 525
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 429
b Retired or separated participants receiving benefits		6b 1
c Other retired or separated participants entitled to future benefits		6c 59
d Subtotal. Add lines 6a , 6b , and 6c		6d 489
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e 0
f Total. Add lines 6d and 6e		6f 489
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g 209
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D 3F 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 (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	(1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules		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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

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

A Name of plan <u>THE O'GARA GROUP, INC. 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE O'GARA GROUP, INC.</u>	D Employer Identification Number (EIN) <u>20-2790142</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	2331	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
INVS DIVRS DIVD R5 - INVESCO INVES 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
METWEST TOT RTN BD M - BNY MELLON P.O. BOX 9793 PROVIDENCE, RI 02940	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
NB MDCP GRTH TRUST - STATE STREET 04-0025081	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
OAKMARK INTL I - BOSTON FINANCIAL P.O. BOX 8480 BOSTON, MA 02266	0.35%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIM SMCP STKPLS TR A - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.45%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIMCO LOW DUR ADM - BOSTON FINANCI P.O. BOX 8480 BOSTON, MA 02266	0.28%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIMCO REAL RTN BD AD - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.28%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
RDGWTH MID CAP VAL I - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.40%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
RS PARTNERS A - BOSTON FINANCIAL D P.O. BOX 8480 BOSTON, MA 02266	0.55%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
WFA EMRG MKTS EQ ADM - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
WFA SMALL CO VALUE A - BOSTON FINA 330 W. 9TH STREET KANSAS CITY, MO 66160	0.55%	
(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:

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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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 THE O'GARA GROUP, INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE O'GARA GROUP, INC.	D Employer Identification Number (EIN) 20-2790142	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	0	0
(2) Participant contributions.....	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	366558	418698
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	50156	115288
(9) Value of interest in common/collective trusts	1c(9)	0	27421
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	7008835	12629082
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	7425549	13190489

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	7425549	13190489
---	-----------	---------	----------

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)	467606	
(B) Participants	2a(1)(B)	877403	
(C) Others (including rollovers)	2a(1)(C)	3008326	
(2) Noncash contributions	2a(2)	0	4353335
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	-63	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	5066	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		5003
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	571990	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		571990
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		423
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1545231
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		6475982

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	704211	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		704211
f Corrective distributions (see instructions).....	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		1859
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	2507	
(4) Other.....	2i(4)	2465	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		4972
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		711042

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		5764940
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ 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: VONLEHMAN CPA & ADVISORY FIRM

(2) EIN: 31-0905417

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		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN
-------------------------	-----------------------

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan <u>THE O'GARA GROUP, INC. 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE O'GARA GROUP, INC.</u>	D Employer Identification Number (EIN) <u>20-2790142</u>

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

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

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

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

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

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

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

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

THE O'GARA GROUP, INC. 401(K) PLAN

December 31, 2013

*FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS'
REPORT INCLUDING SUPPLEMENTARY SCHEDULE*

**THE O’GARA GROUP, INC. 401(K) PLAN
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INDEPENDENT AUDITORS' REPORT

Sponsor and Trustee
The O'Gara Group, Inc. 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The O'Gara Group, Inc. (the Company) 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Managements' Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits 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 (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in the Limited Scope Audit note to the financial statements, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplementary schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplementary schedule identified in the table of contents is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplementary schedule referred to above.

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

The form and content of the information included in the financial statements and supplementary schedule, 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, is 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.

VonLehman & Company Inc.

THE O'GARA GROUP, INC. 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

ASSETS

	December 31,	
	2013	2012
Investments at Fair Value		
Money Market Funds	\$ 418,698	\$ 366,558
Mutual Funds	12,629,082	7,008,835
Interest in Common / Collective Trusts	<u>27,421</u>	<u>-</u>
Total Investments at Fair Value	<u>13,075,201</u>	<u>7,375,393</u>
Contributions Receivable		
Employer	<u>-</u>	<u>21,396</u>
Notes Receivable From Participants	<u>115,288</u>	<u>50,156</u>
Net Assets Reflecting all Investments at Fair Value	13,190,489	7,446,945
Adjustment from Fair Value to Contract Value for Benefit-Responsive Contracts	<u>(413)</u>	<u>-</u>
Net Assets Available for Benefits	<u><u>\$ 13,190,076</u></u>	<u><u>\$ 7,446,945</u></u>

See accompanying notes.

THE O'GARA GROUP, INC. 401(K) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Years Ended December 31,	
	2013	2012
Additions to Net Assets Attributed To		
Investment Income		
Net Appreciation in Fair Value of Investments	\$ 1,545,241	\$ 584,455
Interest and Dividends	571,927	169,164
Total Investment Income	2,117,168	753,619
Interest on Notes Receivable From Participants	5,066	3,657
Contributions		
Employee	877,403	729,215
Employer	446,210	330,925
Rollovers	3,008,326	1,203,845
Total Contributions	4,331,939	2,263,985
Total Additions	6,454,173	3,021,261
Deductions From Net Assets Attributed To		
Benefits Paid to Participants	704,211	461,843
Deemed Distribution of Notes Receivable From Participants	1,859	7,070
Administrative Expenses	4,972	2,241
Total Deductions	711,042	471,154
Increase in Net Assets	5,743,131	2,550,107
Net Assets Available for Benefits		
Beginning of Plan Year	7,446,945	4,896,838
End of Plan Year	\$ 13,190,076	\$ 7,446,945

See accompanying notes.

**THE O'GARA GROUP, INC. 401(K) PLAN
NOTES TO THE FINANCIAL STATEMENTS**

NOTE 1 - DESCRIPTION OF PLAN

The following description of The O'Gara Group, Inc. (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement and the summary Plan description for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan with a cash or deferral arrangement covering all employees of the Company. Entry into the Plan is available on the first day of each month and after obtaining the age of 21. Employees are automatically eligible to receive employer contributions when they enter the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute up to 90% of pretax annual compensation (subject to certain IRS limitations), as defined in the Plan. Participants may also contribute amounts representing distributions (rollovers) from other qualified plans.

Safe harbor employer matching contributions are made each year. For both the years ended December 31, 2013 and 2012, these contributions were equal to 100% of the employee's first 3% of deferrals and 50% of the next 2% of deferrals. Also, each year, the Company's Board of Directors shall determine the discretionary profit sharing contribution to be made to the Plan. There were no discretionary profit sharing contributions from the Company in either 2013 or 2012.

Participants' Accounts

Each participant's account is credited with (a) the Company's profit sharing contribution, if any, matching contributions and employee deferrals and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined in the Plan. The benefit to which a participant is entitled is the amount that can be provided from the participant's account.

Self-Directed Accounts

The Plan allows the employee elective 401(k) deferrals and employer contributions to be held in self-directed investment programs.

Notes Receivable from Participants

Participants of the Plan may borrow up to 50% of their vested account balance. The minimum note amount is \$1,000 and the maximum note amount is \$50,000. The notes are secured by the balance in the participant's account and bear interest at a reasonable rate. Principal and interest is paid ratably through payroll deductions.

Vesting

Participants are immediately fully vested in their 401(k) elective deferral account, rollover contributions and safe harbor matching contributions. Vesting for the employer discretionary profit sharing contributions portion of their accounts follows a two year cliff vesting schedule as defined in the Plan.

Payment of Benefits

Upon retirement, other termination, death or permanent disability, a participant or beneficiary may elect to receive either a single lump sum cash payment or any other form agreed upon by the Plan administrator and participant. Distributions will be automatically made for any vested balance of less than \$1,000.

Forfeitures

Forfeitures of terminated participants that are not fully vested are used to reduce employer contributions or to offset administrative expenses.

NOTE 1 - DESCRIPTION OF PLAN (Continued)**Administrative Expenses**

A significant portion of the administrative expenses, which include audit fees, is paid by the Plan's sponsor.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts including employee deferrals, employer discretionary profit sharing, and safe harbor employer match balances.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**Basis of Accounting**

The Plan prepares its financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP) customary for 401(k) profit sharing plans.

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

Use of Estimates

The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, and expenses. Certain estimates relate to unsettled transactions and events as of the date of the financial statements. Other estimates relate to assumptions about the ongoing operations and may impact future periods. Accordingly, upon settlement, actual results may differ from estimated amounts.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See the Fair Value Measurements note 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 includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of either December 31, 2013 or 2012. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the loan remains on the Plan's financial statements and accrues interest until it is paid off or offset with a distribution from the participant's account. The offset will occur once the participant has a qualifying event, such as severance of employment from the Organization.

Net Assets Available for Benefits

Net assets available for benefits at December 31, 2013 and 2012 included \$-0- allocated to the accounts of persons who, prior to that date, had withdrawn from participating in the earnings and operations of the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Payment of Benefits**

Benefits are recorded when paid.

Tax Status

The Plan has adopted a prototype plan provided by Fidelity Management and Research Company. The Internal Revenue Service has provided an opinion letter and informed Fidelity Management and Research Company by a letter dated March 31, 2008 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more than likely would not be sustained upon examination. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of both December 31, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. Currently, the prior three years are open under Federal and state statutes of limitations and remain subject to review and change. Neither the Plan nor the Company are currently under audit nor has the Plan or the Company been contacted by these jurisdictions.

Subsequent Events

The Plan has evaluated subsequent events through October 7, 2014, which is the date on which the financial statements were available to be issued.

NOTE 3 - LIMITED SCOPE AUDIT

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and supplementary schedule, including investments and notes receivable from participants held at both December 31, 2013 and 2012, and net appreciation in fair value of investments, interest, and dividends for both the years ended December 31, 2013 and 2012, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by Fidelity Management Trust Company, the trustee of the Plan. The contract value of the guaranteed investment contract was certified by the trustee.

NOTE 4 - INVESTMENTS

The following table presents investments at December 31, 2013 that represent 5% or more of the Plan's net assets available for benefits. All assets are held in self-directed investment programs.

Investments at Fair Value as Determined by Quoted Market Price	December 31, 2013	
	No. of Shares	Fair Value
<u>Mutual Funds</u>		
PIMCO Small Cap Stockplus Fund	76,720.861	\$ 737,287
Fidelity Contrafund	13,478.093	1,295,784
Fidelity International Discovery Fund	16,477.617	667,343
Fidelity Freedom 2030 Fund	49,446.125	805,972
Fidelity Freedom 2025 Fund	140,498.458	1,871,439
Fidelity Freedom 2035 Fund	54,198.784	730,600

NOTE 4 – INVESTMENTS (Continued)

The following table presents investments at December 31, 2012 that represent 5% or more of the Plan's net assets available for benefits. All assets are held in self-directed investment programs.

Investments at Fair Value as Determined by Quoted Market Price	December 31, 2012	
	No. of Shares	Fair Value
<u>Mutual Funds</u>		
Fidelity Contrafund	10,531.128	\$ 816,900
Fidelity Capital and Income Fund	42,034.456	399,327
Fidelity Leveraged Company Stock Fund	14,251.259	459,176
Fidelity International Discovery Fund	15,714.660	519,685
Fidelity Freedom 2040 Fund	52,153.483	430,788
Fidelity Freedom 2025 Fund	54,618.166	652,687
RS Partners A Fund	14,510.372	463,316

During 2013 and 2012, the Plan's investments, including investments bought and sold, as well as held during the years, appreciated in value as follows:

	December 31,	
	2013	2012
Mutual Funds	\$ 1,545,231	\$ 584,455
Interest in Common / Collective Trusts	10	-
	<u>\$ 1,545,241</u>	<u>\$ 584,455</u>

NOTE 5 - FAIR VALUE MEASUREMENTS

Accounting Pronouncements establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

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

Level 2 – Inputs for the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

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

Mutual and Money Market Funds – Valued at the net asset value (NAV) of shares held by the Plan at year end.

Common/Collective Trust – Valued at the NAV of units of a bank collective trust. The NAV, as provided by the custodian, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Mid Cap Growth	\$ 225,537	\$ -	\$ -	\$ 225,537
Large Blend	1,482,742	-	-	1,482,742
Term Bond	583,312	-	-	583,312
Small Value	67,899	-	-	67,899
Large Value	143,172	-	-	143,172
Mid Cap Value	297,891	-	-	297,891
Inflation Protected Bond Fund	2,355	-	-	2,355
Emerging Markets	4,952	-	-	4,952
Small Blend	1,160,582	-	-	1,160,582
Lifecycle Funds	5,034,967	-	-	5,034,967
Large Growth	1,997,647	-	-	1,997,647
High Yield Bond	582,049	-	-	582,049
Mid Cap Blend	573,497	-	-	573,497
Moderate Allocation	472,480	-	-	472,480
Total Mutual Funds	12,629,082	-	-	12,629,082
Money Market Funds	418,698	-	-	418,698
Common/Collective Trust	-	27,421	-	27,421
Total Assets at Fair Value	13,047,780	27,421	-	13,075,201

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2012:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Mid Cap Growth	\$ 151,626	\$ -	\$ -	\$ 151,626
Large Blend	861,168	-	-	861,168
Term Bond	351,920	-	-	351,920
Small Value	20,209	-	-	20,209
Large Value	91,823	-	-	91,823
Mid Cap Value	150,175	-	-	150,175
Small Blend	572,680	-	-	572,680
Lifecycle Funds	2,139,569	-	-	2,139,569
Large Growth	1,262,148	-	-	1,262,148
High Yield Bond	694,459	-	-	694,459
Mid Cap Blend	459,176	-	-	459,176
Moderate Allocation	253,882	-	-	253,882
Total Mutual Funds	\$ 7,008,835	\$ -	\$ -	\$ 7,008,835
Money Market Funds	366,558	-	-	366,558
Total Assets at Fair Value	7,375,393	-	-	7,375,393

NOTE 6 - GUARANTEED INVESTMENT CONTRACTS

The Plan has entered into a benefit-responsive investment contract with Fidelity Management Trust Company. The Trust Company maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the statements of net assets available for plan benefits at fair value as determined using the market approach based on market prices of similar contracts. The adjustment from fair value to contract value for the investment contract is based on the contract value as reported to the Plan by the Trust Company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The fair value of the investment contracts at December 31, 2013 and 2012 were \$27,421 and \$-0-, respectively. The average yield and crediting interest rates was approximately 1.7% for 2013. The crediting interest rate is based on a formula agreed upon with the issuer.

Certain events, such as the premature termination of the contract by the Plan or the termination of the Plan, would limit the Plan's ability to transact at the contract value with the Trust Company. The Plan administrator believes the occurrence of such events that would also limit the Plan's ability to transact at contract value with Plan participants is not probable.

NOTE 7 - FORFEITURES

There were \$154 and \$0 of forfeitures used to reduce administrative expenses for the years ended December 31, 2013 and 2012, respectively and \$10,307 and \$0 of forfeitures used to reduce employer contributions for the years ended December 31, 2013 and 2012. The amount of forfeitures remaining in the Plan at December 31, 2013 and 2012 were \$45 and \$154, respectively.

NOTE 8 - PARTY-IN-INTEREST TRANSACTIONS

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50% or more of such an employer or employee association, or relatives of such persons.

The Plan invests in certain investments of the Plan trustee, and fees for trust services and for administrative expenses paid by the Plan were \$4,972 and \$2,241 for the years ended December 31, 2013 and 2012, respectively. There may be additional fees paid with Plan assets included in the net appreciation in fair value of investments line item on the statement of changes in net assets available for benefits.

NOTE 9 - RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits at December 31, 2013 and 2012 and employee and employer contributions for the years ended December 31, 2013 and 2012 to Schedule H of the Form 5500.

	Years Ended December 31,	
	2013	2012
Net Assets Reflecting all Investments at Fair Value per the Financial Statements	\$ 13,190,076	\$ 7,446,945
Less Employer Contribution Receivable	-	(21,396)
Adjustment from Fair Value to Contract Value for Fully Benefit-Responsive Contracts	413	-
Net Assets Available for Benefits per Schedule H to the Form 5500	<u>\$ 13,190,489</u>	<u>\$ 7,425,549</u>
Employer Contributions per the Financial Statements	\$ 446,210	\$ 330,925
Less Employer Contributions Receivable at End of Year	-	(21,396)
Plus Employer Contributions Receivable at Beginning of Year	21,396	4,342
Employer Contributions per Schedule H to the Form 5500	<u>\$ 467,606</u>	<u>\$ 313,871</u>
Employee Contributions per the Financial Statements	\$ 877,403	\$ 729,215
Plus Employee Contributions Receivable at Beginning of Year	-	8,943
Employee Contributions per Schedule H to the Form 5500	<u>\$ 877,403</u>	<u>\$ 738,158</u>

NOTE 10 - RECONCILIATION OF NET ASSETS WITH PARTICIPANTS' ACCOUNTS

The following is a reconciliation of net assets with participants' accounts at December 31, 2013 and 2012:

	December 31,	
	2013	2012
Balance of Participants' Accounts	\$ 13,190,031	\$ 7,425,395
Contributions Receivable	-	21,396
Unallocated Forfeitures	45	154
Net Assets Available for Benefits	<u>\$ 13,190,076</u>	<u>\$ 7,446,945</u>

NOTE 11 - RISKS AND UNCERTAINTIES

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

SUPPLEMENTARY SCHEDULE

THE O'GARA GROUP, INC. 401(K) PLAN
SCHEDULE OF ASSETS HELD AT END OF YEAR
FORM 5500, SCHEDULE H, PART IV, 4, i
EIN: 20-2790142
PLAN NO.: 001

Title	December 31, 2013		
	Number of Shares	Cost	Fair Market Value
Money Market Funds			
* Fidelity Retirement Money Market	418,697.870	\$ 418,698	\$ 418,698
Mutual Funds			
PIMCO Low Duration Admin Fund	16,731.157	173,166	172,833
Neuberger Berman Mid Cap Growth Trust Fund	10,006.089	217,543	225,537
Oakmark International I Fund	1,441.393	37,614	37,938
Metropolitan West Total Return Bond M Fund	29,031.751	306,861	306,285
DFA US Targeted Value Fund	2,981.949	65,312	67,899
Invesco Diversified Dividend Fund	8,456.722	139,226	143,172
Ridgeworth Mid-Cap Value Equity Fund	16,019.594	235,788	218,347
PIMCO Real Return Admin Fund	214.705	2,377	2,355
Well Fargo Advantage Emerging Markets Equity Fund	225.069	4,885	4,952
PIMCO Small Cap Stockplus Fund	76,720.861	743,790	737,287
* Fidelity Contrafund	13,478.093	987,081	1,295,784
* Fidelity Capital and Income Fund	59,031.312	534,442	582,049
* Fidelity Leveraged Company Stock Fund	13,263.116	353,024	573,497
* Fidelity Balanced Fund	20,768.352	404,444	472,480
* Fidelity International Discovery Fund	16,477.617	538,820	667,343
* Fidelity Capital Appreciation Fund	8,599.384	256,952	311,126
* Fidelity Low Priced Stock Fund	1,608.255	77,433	79,544
* Fidelity Expense and Multinational Fund	16,053.276	330,304	390,737
* Fidelity Stock Selector Small Cap Fund	6,310.671	115,105	165,213
* Fidelity Small Cap Independent Fund	9,477.862	248,413	258,082
* Fidelity Freedom Income Fund	240.724	2,727	2,826
* Fidelity Freedom 2000 Fund	332.371	3,996	4,131
* Fidelity Freedom 2010 Fund	1,294.566	18,696	19,820
* Fidelity Freedom 2020 Fund	22,024.218	314,839	343,798
* Fidelity Freedom 2030 Fund	49,446.125	735,132	805,972
* Fidelity Freedom 2040 Fund	52,313.971	432,769	498,029
* Fidelity Freedom 2005 Fund	1,632.757	18,174	19,348
* Fidelity Freedom 2015 Fund	17,263.797	211,284	220,113
* Fidelity Freedom 2025 Fund	140,498.458	1,730,897	1,871,439
* Fidelity Freedom 2035 Fund	54,198.784	687,456	730,600
Spartan International Index Fund	5,044.224	173,518	205,149
Spartan 500 Index	8,738.926	488,417	572,312
* Fidelity Freedom 2045 Fund	41,619.770	413,902	456,569
* Fidelity Freedom 2050 Fund	5,505.490	56,106	60,726
Spartan US Bond Index	9,171.970	108,153	104,194
* Fidelity Freedom 2055 Fund	137.462	1,519	1,596
		<u>11,170,165</u>	<u>12,629,082</u>
Interest in Common / Collective Trusts			
* Fidelity Managed Income Portfolio Class 1	27,007.960	27,008	27,421
Notes Receivable from Participants			
* (4.25% - 9.50%)		-	115,288
		<u>\$ 11,615,871</u>	<u>\$ 13,190,489</u>

*Denotes Party-In-Interest

THE O'GARA GROUP, INC. 401(K) PLAN

December 31, 2013

*FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS'
REPORT INCLUDING SUPPLEMENTARY SCHEDULE*

**THE O’GARA GROUP, INC. 401(K) PLAN
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INDEPENDENT AUDITORS' REPORT

Sponsor and Trustee
The O'Gara Group, Inc. 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The O'Gara Group, Inc. (the Company) 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Managements' Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits 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 (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in the Limited Scope Audit note to the financial statements, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplementary schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplementary schedule identified in the table of contents is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplementary schedule referred to above.

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

The form and content of the information included in the financial statements and supplementary schedule, 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, is 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.

VonLehman & Company Inc.

THE O'GARA GROUP, INC. 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

ASSETS

	December 31,	
	2013	2012
Investments at Fair Value		
Money Market Funds	\$ 418,698	\$ 366,558
Mutual Funds	12,629,082	7,008,835
Interest in Common / Collective Trusts	27,421	-
	<u>13,075,201</u>	<u>7,375,393</u>
Contributions Receivable		
Employer	-	21,396
	<u>-</u>	<u>21,396</u>
Notes Receivable From Participants	115,288	50,156
	<u>115,288</u>	<u>50,156</u>
Net Assets Reflecting all Investments at Fair Value	13,190,489	7,446,945
Adjustment from Fair Value to Contract Value for Benefit-Responsive Contracts	(413)	-
	<u>(413)</u>	<u>-</u>
Net Assets Available for Benefits	<u>\$ 13,190,076</u>	<u>\$ 7,446,945</u>

See accompanying notes.

THE O'GARA GROUP, INC. 401(K) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Years Ended December 31,	
	2013	2012
Additions to Net Assets Attributed To		
Investment Income		
Net Appreciation in Fair Value of Investments	\$ 1,545,241	\$ 584,455
Interest and Dividends	<u>571,927</u>	<u>169,164</u>
Total Investment Income	<u>2,117,168</u>	<u>753,619</u>
Interest on Notes Receivable From Participants	<u>5,066</u>	<u>3,657</u>
Contributions		
Employee	877,403	729,215
Employer	446,210	330,925
Rollovers	<u>3,008,326</u>	<u>1,203,845</u>
Total Contributions	<u>4,331,939</u>	<u>2,263,985</u>
Total Additions	<u>6,454,173</u>	<u>3,021,261</u>
Deductions From Net Assets Attributed To		
Benefits Paid to Participants	704,211	461,843
Deemed Distribution of Notes Receivable From Participants	1,859	7,070
Administrative Expenses	<u>4,972</u>	<u>2,241</u>
Total Deductions	<u>711,042</u>	<u>471,154</u>
Increase in Net Assets	5,743,131	2,550,107
Net Assets Available for Benefits		
Beginning of Plan Year	<u>7,446,945</u>	<u>4,896,838</u>
End of Plan Year	<u><u>\$ 13,190,076</u></u>	<u><u>\$ 7,446,945</u></u>

See accompanying notes.

**THE O'GARA GROUP, INC. 401(K) PLAN
NOTES TO THE FINANCIAL STATEMENTS**

NOTE 1 - DESCRIPTION OF PLAN

The following description of The O'Gara Group, Inc. (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement and the summary Plan description for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan with a cash or deferral arrangement covering all employees of the Company. Entry into the Plan is available on the first day of each month and after obtaining the age of 21. Employees are automatically eligible to receive employer contributions when they enter the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year, participants may contribute up to 90% of pretax annual compensation (subject to certain IRS limitations), as defined in the Plan. Participants may also contribute amounts representing distributions (rollovers) from other qualified plans.

Safe harbor employer matching contributions are made each year. For both the years ended December 31, 2013 and 2012, these contributions were equal to 100% of the employee's first 3% of deferrals and 50% of the next 2% of deferrals. Also, each year, the Company's Board of Directors shall determine the discretionary profit sharing contribution to be made to the Plan. There were no discretionary profit sharing contributions from the Company in either 2013 or 2012.

Participants' Accounts

Each participant's account is credited with (a) the Company's profit sharing contribution, if any, matching contributions and employee deferrals and (b) Plan earnings. Allocations are based on participant earnings or account balances, as defined in the Plan. The benefit to which a participant is entitled is the amount that can be provided from the participant's account.

Self-Directed Accounts

The Plan allows the employee elective 401(k) deferrals and employer contributions to be held in self-directed investment programs.

Notes Receivable from Participants

Participants of the Plan may borrow up to 50% of their vested account balance. The minimum note amount is \$1,000 and the maximum note amount is \$50,000. The notes are secured by the balance in the participant's account and bear interest at a reasonable rate. Principal and interest is paid ratably through payroll deductions.

Vesting

Participants are immediately fully vested in their 401(k) elective deferral account, rollover contributions and safe harbor matching contributions. Vesting for the employer discretionary profit sharing contributions portion of their accounts follows a two year cliff vesting schedule as defined in the Plan.

Payment of Benefits

Upon retirement, other termination, death or permanent disability, a participant or beneficiary may elect to receive either a single lump sum cash payment or any other form agreed upon by the Plan administrator and participant. Distributions will be automatically made for any vested balance of less than \$1,000.

Forfeitures

Forfeitures of terminated participants that are not fully vested are used to reduce employer contributions or to offset administrative expenses.

NOTE 1 - DESCRIPTION OF PLAN (Continued)**Administrative Expenses**

A significant portion of the administrative expenses, which include audit fees, is paid by the Plan's sponsor.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts including employee deferrals, employer discretionary profit sharing, and safe harbor employer match balances.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**Basis of Accounting**

The Plan prepares its financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP) customary for 401(k) profit sharing plans.

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

Use of Estimates

The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, and expenses. Certain estimates relate to unsettled transactions and events as of the date of the financial statements. Other estimates relate to assumptions about the ongoing operations and may impact future periods. Accordingly, upon settlement, actual results may differ from estimated amounts.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See the Fair Value Measurements note 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 includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of either December 31, 2013 or 2012. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the loan remains on the Plan's financial statements and accrues interest until it is paid off or offset with a distribution from the participant's account. The offset will occur once the participant has a qualifying event, such as severance of employment from the Organization.

Net Assets Available for Benefits

Net assets available for benefits at December 31, 2013 and 2012 included \$-0- allocated to the accounts of persons who, prior to that date, had withdrawn from participating in the earnings and operations of the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Payment of Benefits**

Benefits are recorded when paid.

Tax Status

The Plan has adopted a prototype plan provided by Fidelity Management and Research Company. The Internal Revenue Service has provided an opinion letter and informed Fidelity Management and Research Company by a letter dated March 31, 2008 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more than likely would not be sustained upon examination. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of both December 31, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. Currently, the prior three years are open under Federal and state statutes of limitations and remain subject to review and change. Neither the Plan nor the Company are currently under audit nor has the Plan or the Company been contacted by these jurisdictions.

Subsequent Events

The Plan has evaluated subsequent events through October 7, 2014, which is the date on which the financial statements were available to be issued.

NOTE 3 - LIMITED SCOPE AUDIT

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and supplementary schedule, including investments and notes receivable from participants held at both December 31, 2013 and 2012, and net appreciation in fair value of investments, interest, and dividends for both the years ended December 31, 2013 and 2012, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by Fidelity Management Trust Company, the trustee of the Plan. The contract value of the guaranteed investment contract was certified by the trustee.

NOTE 4 - INVESTMENTS

The following table presents investments at December 31, 2013 that represent 5% or more of the Plan's net assets available for benefits. All assets are held in self-directed investment programs.

Investments at Fair Value as Determined by Quoted Market Price	December 31, 2013	
	No. of Shares	Fair Value
<u>Mutual Funds</u>		
PIMCO Small Cap Stockplus Fund	76,720.861	\$ 737,287
Fidelity Contrafund	13,478.093	1,295,784
Fidelity International Discovery Fund	16,477.617	667,343
Fidelity Freedom 2030 Fund	49,446.125	805,972
Fidelity Freedom 2025 Fund	140,498.458	1,871,439
Fidelity Freedom 2035 Fund	54,198.784	730,600

NOTE 4 – INVESTMENTS (Continued)

The following table presents investments at December 31, 2012 that represent 5% or more of the Plan's net assets available for benefits. All assets are held in self-directed investment programs.

Investments at Fair Value as Determined by Quoted Market Price	December 31, 2012	
	No. of Shares	Fair Value
<u>Mutual Funds</u>		
Fidelity Contrafund	10,531.128	\$ 816,900
Fidelity Capital and Income Fund	42,034.456	399,327
Fidelity Leveraged Company Stock Fund	14,251.259	459,176
Fidelity International Discovery Fund	15,714.660	519,685
Fidelity Freedom 2040 Fund	52,153.483	430,788
Fidelity Freedom 2025 Fund	54,618.166	652,687
RS Partners A Fund	14,510.372	463,316

During 2013 and 2012, the Plan's investments, including investments bought and sold, as well as held during the years, appreciated in value as follows:

	December 31,	
	2013	2012
Mutual Funds	\$ 1,545,231	\$ 584,455
Interest in Common / Collective Trusts	10	-
	<u>\$ 1,545,241</u>	<u>\$ 584,455</u>

NOTE 5 - FAIR VALUE MEASUREMENTS

Accounting Pronouncements establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

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

Level 2 – Inputs for the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

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

Mutual and Money Market Funds – Valued at the net asset value (NAV) of shares held by the Plan at year end.

Common/Collective Trust – Valued at the NAV of units of a bank collective trust. The NAV, as provided by the custodian, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Mid Cap Growth	\$ 225,537	\$ -	\$ -	\$ 225,537
Large Blend	1,482,742	-	-	1,482,742
Term Bond	583,312	-	-	583,312
Small Value	67,899	-	-	67,899
Large Value	143,172	-	-	143,172
Mid Cap Value	297,891	-	-	297,891
Inflation Protected Bond Fund	2,355	-	-	2,355
Emerging Markets	4,952	-	-	4,952
Small Blend	1,160,582	-	-	1,160,582
Lifecycle Funds	5,034,967	-	-	5,034,967
Large Growth	1,997,647	-	-	1,997,647
High Yield Bond	582,049	-	-	582,049
Mid Cap Blend	573,497	-	-	573,497
Moderate Allocation	472,480	-	-	472,480
Total Mutual Funds	12,629,082	-	-	12,629,082
Money Market Funds	418,698	-	-	418,698
Common/Collective Trust	-	27,421	-	27,421
Total Assets at Fair Value	13,047,780	27,421	-	13,075,201

NOTE 5 - FAIR VALUE MEASUREMENTS (Continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2012:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Mid Cap Growth	\$ 151,626	\$ -	\$ -	\$ 151,626
Large Blend	861,168	-	-	861,168
Term Bond	351,920	-	-	351,920
Small Value	20,209	-	-	20,209
Large Value	91,823	-	-	91,823
Mid Cap Value	150,175	-	-	150,175
Small Blend	572,680	-	-	572,680
Lifecycle Funds	2,139,569	-	-	2,139,569
Large Growth	1,262,148	-	-	1,262,148
High Yield Bond	694,459	-	-	694,459
Mid Cap Blend	459,176	-	-	459,176
Moderate Allocation	253,882	-	-	253,882
Total Mutual Funds	\$ 7,008,835	\$ -	\$ -	\$ 7,008,835
Money Market Funds	366,558	-	-	366,558
Total Assets at Fair Value	7,375,393	-	-	7,375,393

NOTE 6 - GUARANTEED INVESTMENT CONTRACTS

The Plan has entered into a benefit-responsive investment contract with Fidelity Management Trust Company. The Trust Company maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the statements of net assets available for plan benefits at fair value as determined using the market approach based on market prices of similar contracts. The adjustment from fair value to contract value for the investment contract is based on the contract value as reported to the Plan by the Trust Company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The fair value of the investment contracts at December 31, 2013 and 2012 were \$27,421 and \$-0-, respectively. The average yield and crediting interest rates was approximately 1.7% for 2013. The crediting interest rate is based on a formula agreed upon with the issuer.

Certain events, such as the premature termination of the contract by the Plan or the termination of the Plan, would limit the Plan's ability to transact at the contract value with the Trust Company. The Plan administrator believes the occurrence of such events that would also limit the Plan's ability to transact at contract value with Plan participants is not probable.

NOTE 7 - FORFEITURES

There were \$154 and \$0 of forfeitures used to reduce administrative expenses for the years ended December 31, 2013 and 2012, respectively and \$10,307 and \$0 of forfeitures used to reduce employer contributions for the years ended December 31, 2013 and 2012. The amount of forfeitures remaining in the Plan at December 31, 2013 and 2012 were \$45 and \$154, respectively.

NOTE 8 - PARTY-IN-INTEREST TRANSACTIONS

Party-in-interest transactions include those with fiduciaries or employees of the Plan, any person who provides services to the Plan, an employer whose employees are covered by the Plan, an employee organization whose members are covered by the Plan, a person who owns 50% or more of such an employer or employee association, or relatives of such persons.

The Plan invests in certain investments of the Plan trustee, and fees for trust services and for administrative expenses paid by the Plan were \$4,972 and \$2,241 for the years ended December 31, 2013 and 2012, respectively. There may be additional fees paid with Plan assets included in the net appreciation in fair value of investments line item on the statement of changes in net assets available for benefits.

NOTE 9 - RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits at December 31, 2013 and 2012 and employee and employer contributions for the years ended December 31, 2013 and 2012 to Schedule H of the Form 5500.

	Years Ended December 31,	
	2013	2012
Net Assets Reflecting all Investments at Fair Value per the Financial Statements	\$ 13,190,076	\$ 7,446,945
Less Employer Contribution Receivable	-	(21,396)
Adjustment from Fair Value to Contract Value for Fully Benefit-Responsive Contracts	413	-
Net Assets Available for Benefits per Schedule H to the Form 5500	<u>\$ 13,190,489</u>	<u>\$ 7,425,549</u>
Employer Contributions per the Financial Statements	\$ 446,210	\$ 330,925
Less Employer Contributions Receivable at End of Year	-	(21,396)
Plus Employer Contributions Receivable at Beginning of Year	21,396	4,342
Employer Contributions per Schedule H to the Form 5500	<u>\$ 467,606</u>	<u>\$ 313,871</u>
Employee Contributions per the Financial Statements	\$ 877,403	\$ 729,215
Plus Employee Contributions Receivable at Beginning of Year	-	8,943
Employee Contributions per Schedule H to the Form 5500	<u>\$ 877,403</u>	<u>\$ 738,158</u>

NOTE 10 - RECONCILIATION OF NET ASSETS WITH PARTICIPANTS' ACCOUNTS

The following is a reconciliation of net assets with participants' accounts at December 31, 2013 and 2012:

	December 31,	
	2013	2012
Balance of Participants' Accounts	\$ 13,190,031	\$ 7,425,395
Contributions Receivable	-	21,396
Unallocated Forfeitures	45	154
Net Assets Available for Benefits	<u>\$ 13,190,076</u>	<u>\$ 7,446,945</u>

NOTE 11 - RISKS AND UNCERTAINTIES

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

SUPPLEMENTARY SCHEDULE

THE O'GARA GROUP, INC. 401(K) PLAN
SCHEDULE OF ASSETS HELD AT END OF YEAR
FORM 5500, SCHEDULE H, PART IV, 4, i
EIN: 20-2790142
PLAN NO.: 001

Title	December 31, 2013		
	Number of Shares	Cost	Fair Market Value
Money Market Funds			
* Fidelity Retirement Money Market	418,697.870	\$ 418,698	\$ 418,698
Mutual Funds			
PIMCO Low Duration Admin Fund	16,731.157	173,166	172,833
Neuberger Berman Mid Cap Growth Trust Fund	10,006.089	217,543	225,537
Oakmark International I Fund	1,441.393	37,614	37,938
Metropolitan West Total Return Bond M Fund	29,031.751	306,861	306,285
DFA US Targeted Value Fund	2,981.949	65,312	67,899
Invesco Diversified Dividend Fund	8,456.722	139,226	143,172
Ridgeworth Mid-Cap Value Equity Fund	16,019.594	235,788	218,347
PIMCO Real Return Admin Fund	214.705	2,377	2,355
Well Fargo Advantage Emerging Markets Equity Fund	225.069	4,885	4,952
PIMCO Small Cap Stockplus Fund	76,720.861	743,790	737,287
* Fidelity Contrafund	13,478.093	987,081	1,295,784
* Fidelity Capital and Income Fund	59,031.312	534,442	582,049
* Fidelity Leveraged Company Stock Fund	13,263.116	353,024	573,497
* Fidelity Balanced Fund	20,768.352	404,444	472,480
* Fidelity International Discovery Fund	16,477.617	538,820	667,343
* Fidelity Capital Appreciation Fund	8,599.384	256,952	311,126
* Fidelity Low Priced Stock Fund	1,608.255	77,433	79,544
* Fidelity Expense and Multinational Fund	16,053.276	330,304	390,737
* Fidelity Stock Selector Small Cap Fund	6,310.671	115,105	165,213
* Fidelity Small Cap Independent Fund	9,477.862	248,413	258,082
* Fidelity Freedom Income Fund	240.724	2,727	2,826
* Fidelity Freedom 2000 Fund	332.371	3,996	4,131
* Fidelity Freedom 2010 Fund	1,294.566	18,696	19,820
* Fidelity Freedom 2020 Fund	22,024.218	314,839	343,798
* Fidelity Freedom 2030 Fund	49,446.125	735,132	805,972
* Fidelity Freedom 2040 Fund	52,313.971	432,769	498,029
* Fidelity Freedom 2005 Fund	1,632.757	18,174	19,348
* Fidelity Freedom 2015 Fund	17,263.797	211,284	220,113
* Fidelity Freedom 2025 Fund	140,498.458	1,730,897	1,871,439
* Fidelity Freedom 2035 Fund	54,198.784	687,456	730,600
Spartan International Index Fund	5,044.224	173,518	205,149
Spartan 500 Index	8,738.926	488,417	572,312
* Fidelity Freedom 2045 Fund	41,619.770	413,902	456,569
* Fidelity Freedom 2050 Fund	5,505.490	56,106	60,726
Spartan US Bond Index	9,171.970	108,153	104,194
* Fidelity Freedom 2055 Fund	137.462	1,519	1,596
		<u>11,170,165</u>	<u>12,629,082</u>
Interest in Common / Collective Trusts			
* Fidelity Managed Income Portfolio Class 1	27,007.960	27,008	27,421
Notes Receivable from Participants			
* (4.25% - 9.50%)		-	115,288
		<u>\$ 11,615,871</u>	<u>\$ 13,190,489</u>

*Denotes Party-In-Interest