

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>HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS 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>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1993</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>34-1451551</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>216-447-0165</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>423700</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1993</u>		2b Employer Identification Number (EIN) <u>34-1451551</u>		2c Sponsor's telephone number <u>216-447-0165</u>		2d Business code (see instructions) <u>423700</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>										
1c Effective date of plan <u>01/01/1993</u>											
2b Employer Identification Number (EIN) <u>34-1451551</u>											
2c Sponsor's telephone number <u>216-447-0165</u>											
2d Business code (see instructions) <u>423700</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>HODELL-NATCO INDUSTRIES, INC.</u> <u>7825 HUB PARKWAY</u> <u>VALLEY VIEW, OH 44125</u>											

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	<u>10/14/2014</u>	<u>OTTO REIDL</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		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: a Sponsor's name		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	125
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	119
b Retired or separated participants receiving benefits		6b	0
c Other retired or separated participants entitled to future benefits.....		6c	8
d Subtotal. Add lines 6a , 6b , and 6c		6d	127
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	0
f Total. Add lines 6d and 6e		6f	127
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	84
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			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 HODELL-NATCO INDUSTRIES, INC.	D Employer Identification Number (EIN) 34-1451551

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

ALLIANZ GLOBAL INVESTORS DISTRIBUTO **1345 AVENUE OF THE AMERICAS**
NEW YORK, NY 10105

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

ALLIANZ GLOBAL INVESTORS DISTRIBUTO **1345 AVENUE OF THE AMERICAS**
NEW YORK, NY 10105

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

AMERICAN CENTURY INVESTMENT SERVICE

44-0640487

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

BLACKROCK INVESTMENTS, INC.

23-2784752

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

COLUMBIA

ONE FINANCIAL CENTER
MA5-515-14-01
BOSTON, MA 02111

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

EAGLE FUND DISTRIBUTORS, INC.

59-2385219

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

FIDELITY DISTRIBUTORS CORP.

500 SALEM STREET
MAIL ZONE O3N
SMITHFIELD, RI 02917

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

FRANKLIN TEMPLETON DISTRIBUTORS, IN

100 FOUNTAIN PARKWAY
ST. PETERSBURG, FL 33716

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

FRED ALGER & COMPANY, INCORPORATED

13-2510833

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

GOLDMAN SACHS

71 SOUTH WACKER DRIVE
SUITE 500
CHICAGO, IL 60606

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

INVESCO DISTRIBUTORS, INC.

74-1894784

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

IVY FUNDS, INC.

6300 LAMAR AVENUE
P. O. BOX 29217
SHAWNEE MISSION, KS 66201

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

JANUS DISTRIBUTORS, LLC

151 DETROIT STREET
DENVER, CO 80206

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

MFS FUND DISTRIBUTORS, INC.

04-2747644

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

MUNDER

38-3212521

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

OPPENHEIMER FUNDS INC.

13-2527171

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

PRUDENTIAL INVESTMENTS LLC

22-3468527

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

T. ROWE PRICE

100 EAST PRATT STREET
BALTIMORE, MD 21202

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

THORNBURG SECURITIES CORPORATION

2300 NORTH RIDGETOP RD.
SANTA FE, NM 87506

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

TOCQUEVILLE

615 EAST MICHIGAN STREET
3RD FLOOR
MILWAUKEE, WI 53202

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)

ADP

22-1467904

(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 50 15 64	RECORD KEEPER	1220	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

STATE STREET CORPORATION

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 99	DIRECTED TRUSTEE/CUSTODIAN	0	Yes ☒ No ☐	Yes ☒ No ☐	500	Yes ☐ No ☒

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

ADP BROKER-DEALER

22-3319984

(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?
60 59 63 49 99	RECORD KEEPER	0	Yes ☒ No ☐	Yes ☐ No ☒	0	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
ADP BROKER-DEALER	63 60 59	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.
ALLIANZ GLOBAL INVESTORS DISTRIBUTO 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	63 60 59	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.
ALLIANZ GLOBAL INVESTORS DISTRIBUTO 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00200 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00200 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	63 60 59	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.
AMERICAN CENTURY INVESTMENT SERVICE 44-0640487	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00350 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00350 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	

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
ADP BROKER-DEALER	63 60 59	0
(d) Enter name and EIN (address) of source of indirect compensation BLACKROCK INVESTMENTS, INC. 23-2784752 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS		
(a) Enter service provider name as it appears on line 2 ADP BROKER-DEALER (b) Service Codes (see instructions) 63 60 59 (c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation COLUMBIA ONE FINANCIAL CENTER MA5-515-14-01 BOSTON, MA 02111 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS		
(a) Enter service provider name as it appears on line 2 ADP BROKER-DEALER (b) Service Codes (see instructions) 63 60 59 (c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation EAGLE FUND DISTRIBUTORS, INC. 59-2385219 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS		

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
ADP BROKER-DEALER	63 60 59	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.
FIDELITY DISTRIBUTORS CORP. 500 SALEM STREET MAIL ZONE O3N SMITHFIELD, RI 02917	ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	63 60 59	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.
FRANKLIN TEMPLETON DISTRIBUTORS, IN 100 FOUNTAIN PARKWAY ST. PETERSBURG, FL 33716	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	60 59	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.
FRED ALGER & COMPANY, INCORPORATED 13-2510833	ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS	

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
ADP BROKER-DEALER	63 60 59	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.
GOLDMAN SACHS 71 SOUTH WACKER DRIVE SUITE 500 CHICAGO, IL 60606	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2		(b) Service Codes (see instructions)
ADP BROKER-DEALER	63 60 59 99	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.
INVESCO DISTRIBUTORS, INC. 74-1894784	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00350 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00780 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2		(b) Service Codes (see instructions)
ADP BROKER-DEALER	63 60 59	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.
IVY FUNDS, INC. 6300 LAMAR AVENUE P. O. BOX 29217 SHAWNEE MISSION, KS 66201	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00200 OF AVERAGE DAILY ASSETS	

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
ADP BROKER-DEALER	63 60 59	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.
JANUS DISTRIBUTORS, LLC 151 DETROIT STREET DENVER, CO 80206	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	63 60 59	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
MFS FUND DISTRIBUTORS, INC. 04-2747644	ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ADP BROKER-DEALER	63 60 59	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.
MUNDER 38-3212521	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	

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
ADP BROKER-DEALER	63 60 59	0
(d) Enter name and EIN (address) of source of indirect compensation OPPENHEIMER FUNDS INC. 13-2527171 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS		
(a) Enter service provider name as it appears on line 2 ADP BROKER-DEALER (b) Service Codes (see instructions) 63 60 59 (c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation PRUDENTIAL INVESTMENTS LLC 22-3468527 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS		
(a) Enter service provider name as it appears on line 2 ADP BROKER-DEALER (b) Service Codes (see instructions) 99 (c) Enter amount of indirect compensation 0		
(d) Enter name and EIN (address) of source of indirect compensation STATE STREET CORPORATION 04-1867445 (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. ANNUAL RATE 0.00550 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00420 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00630 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00670 OF AVERAGE DAILY ASSETS		

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
ADP BROKER-DEALER	63 60 59	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.		
T. ROWE PRICE 100 EAST PRATT STREET BALTIMORE, MD 21202	ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00150 OF AVERAGE DAILY ASSETS ANNUAL RATE 0.00500 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2 (b) Service Codes (see instructions) (c) Enter amount of indirect compensation		
ADP BROKER-DEALER	63 60 59	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.		
THORNBURG SECURITIES CORPORATION 2300 NORTH RIDGETOP RD. SANTA FE, NM 87506	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	
(a) Enter service provider name as it appears on line 2 (b) Service Codes (see instructions) (c) Enter amount of indirect compensation		
ADP BROKER-DEALER	63 60 59	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.		
TOCQUEVILLE 615 EAST MICHIGAN STREET 3RD FLOOR MILWAUKEE, WI 53202	ANNUAL RATE 0.00250 OF AVERAGE DAILY ASSETS	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
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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 HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 HODELL-NATCO INDUSTRIES, INC.	D Employer Identification Number (EIN) 34-1451551	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
--------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: INVESCO STABLE ASSET		
b Name of sponsor of entity listed in (a): INVESCO NATIONAL TRUST COMPANY		
c EIN-PN 27-3884161-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 205700
a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA RUSS SC IDX VI		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST CO		
c EIN-PN 90-0337987-338	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 141657
a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA S & P 500 IDX IX		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST CO		
c EIN-PN 90-0337987-344	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 270314
a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA S & P MD CP IDX NL J		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST CO		
c EIN-PN 90-0337987-347	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 154912
a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA US BD IDX SL VIII		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST CO		
c EIN-PN 90-0337987-362	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 118939
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>HODELL-NATCO INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>34-1451551</u>	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions.....	1b(2)		<u>18474</u>
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	<u>204940</u>	<u>121580</u>
(9) Value of interest in common/collective trusts	1c(9)	<u>725947</u>	<u>891523</u>
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	<u>3284319</u>	<u>2954470</u>
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	4215206	3986047

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	4215206	3986047
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)	257563	
(C) Others (including rollovers)	2a(1)(C)	122291	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		379854
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	7050	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		7050
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	161836	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		161836
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		146344
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		360137
c Other income.....	2c		3565
d Total income. Add all income amounts in column (b) and enter total.....	2d		1058786

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	1271194	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		1271194
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		9970
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other.....	2i(4)	6781	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		6781
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1287945

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-229159
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

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

(1) Name: **FRIEDMAN, LEAVITT & ASSOCIATES**

(2) EIN: **34-1878381**

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		12512
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		422000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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>HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>HODELL-NATCO INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>34-1451551</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>57-1198022</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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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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): _____

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN**

**FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

FRIEDMAN, LEAVITT & ASSOC., INC.

LESLIE FRIEDMAN, CPA (RETIRED)
SHERMAN Z. LEAVITT, CPA (1933-2007)
LEE B. FRIEDMAN, CPA
DAVID A. LEAVITT, CPA
MILTON J. WEINSTEIN, CPA
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GEOFFREY BURGE, CPA, MA

INDEPENDENT AUDITOR'S REPORT

To The Plan Administrator of the
Hodell-Natco Industries, Inc.
401(k) Retirement Savings Plan
Valley View, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Hodell-Natco Industries, Inc. 401(k) Retirement Savings Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statement

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our 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 Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by State Street Bank & Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. 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 supplemental schedules of assets held for investment purposes are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

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

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



FRIEDMAN, LEAVITT & ASSOC., INC.
Certified Public Accountants

September 30, 2014

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2013 and 2012

ASSETS:	<u>2013</u>	<u>2012</u>
Investments, at fair value:		
Common/Collective Trusts	\$ 891,523	\$ 725,947
Equity Mutual Funds	<u>2,954,470</u>	<u>3,284,319</u>
Total Investments	3,845,993	4,010,266
Receivables:		
Participant Contributions	18,474	-0-
Notes Receivable from Participants	<u>121,580</u>	<u>204,940</u>
Total Receivables	<u>140,054</u>	<u>204,940</u>
 Total Assets	 3,986,047	 4,215,206
LIABILITIES:		
Operating Payables	<u>-0-</u>	<u>-0-</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u>\$ 3,986,047</u>	 <u>\$ 4,215,206</u>

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

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2013

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment Income:

Net appreciation in fair value of investments	\$	223,124	
Realized gain on sale of investments		283,357	
Dividend income		161,836	
Interest income		7,050	
Other Income		<u>3,565</u>	
Total Investment Income	\$		678,932

Contributions:

Participants'		257,563	
Rollovers		<u>122,291</u>	
			<u>379,854</u>

Total Additions 1,058,786

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefits to Participants	(1,281,164)	
Administrative Expenses	<u>(6,781)</u>	
Total Deductions		<u>(1,287,945)</u>

NET DECREASE (229,159)

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of Year		<u>4,215,206</u>
End of Year	\$	<u><u>3,986,047</u></u>

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

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Hodell-Natco Industries, Inc. (the "Company") 401(k) Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL

The Plan is a defined contribution plan covering all employees of the Company who have attained the age of twenty one and have completed one year of service. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974 (the "ERISA"). Participant contributions, investment allocations, payment of benefits and participant loans are self directed by the plan participants.

CONTRIBUTIONS

Participants may elect to contribute a portion of their pay each period to the Plan. Participants may contribute up to 90% of their pay up to a maximum amount of \$17,500 and \$17,000 for 2013 and 2012, respectively. If a participant reached age 50 in 2013 and 2012, the participant could contribute an additional \$5,500 to the Plan. These deferred contributions (salary deferrals) are not subject to federal or state income tax when the contribution is made to the Plan, instead they are taxed when paid from the Plan. Employees may revoke their election at any time during the year.

The employer may make matching and discretionary contributions. Employer discretionary contributions are based upon a uniform percentage of prior year salary determined each year by the employer. For 2013 and 2012, the employer made no matching or discretionary contributions.

PARTICIPANT ACCOUNTS AND VESTING

Each participant's account is credited with the participant's contributions, the employer's contributions, and an allocation of the Plan's earnings. The Plan's earnings are allocated according to participants' relative account balances.

Participants are immediately 100% vested in their contributions plus actual earnings thereon.

Participants are vested in employer discretionary contributions according to the following schedule:

<u>Years of Vesting</u>	<u>Vesting</u>
less than 2 years	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years	100%

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN (continued)

Net assets available for benefits include the accounts of active participants, as well as certain separated, vested and retired participants who have elected to receive their benefits in installment payments. These participants share in the earnings of the investments.

FORFEITURES

Forfeitures occur when participants terminate employment before becoming fully vested in employer contributions to the Plan. Forfeited amounts may be used to reduce administrative expenses and then future employer contributions to the Plan.

PARTICIPANT LOANS

Participants may borrow from their fund accounts a minimum of \$500 up to a maximum of \$50,000 or 50% of their vested accounts balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest at rates ranging from 4.25% to 6.00%, which are commensurate with local prevailing rates as determined by ADP Retirement Services. Principal and interest is paid ratably through payroll deductions.

PAYMENT OF BENEFITS

On termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in the account, or annual installments over a specified period. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

In certain hardship situations, as described in the Plan agreement, participants may withdraw part of their account balances while actively employed, but such withdrawals are limited to the amount dictated by the hardship. Participants withdrawals are limited to deferred account balances and may not include any interest accrued thereon.

PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right to terminate the Plan at any time, subject to the provisions of ERISA. In the event of Plan termination, the respective participant interest, net of any termination fees, will become fully vested and will be distributed to each participant in accordance with the trust agreement.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 2 for discussion of fair value measurements.

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN (continued)

PAYMENT OF BENEFITS

Benefits are recorded when paid.

OPERATING EXPENSES

All expenses of maintaining the Plan are paid by the Company.

NOTE 2 - FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount 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 measure the fair value of certain financial instruments could result in a different fair value at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lower priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 inputs were available to the Plan, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

LEVEL 1 FAIR VALUE MEASUREMENTS

The fair value of mutual funds and other common/collective trust investments are based on quoted net asset values of the shares held by the Plan at year-end.

LEVEL 3 FAIR VALUE MEASUREMENTS

Invesco Stable Asset ADP 8S is not actively traded and significant other observable inputs are not available.

For those assets with fair value measured using Level 3 inputs, the Plan trustee determines the fair value measurement policies and procedures. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The following tables set forth by Level within the fair value hierarchy, the Plan's investments at fair values as of December 31, 2013 and 2012:

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 2 - FAIR VALUE MEASUREMENTS (continued)

		Fair Value Measurements at the End of the Reporting Period Using:	
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
	<u>Fair Value</u>		
<u>December 31, 2013</u>			
<u>Common/Collective Trust</u>			
Invesco Stable Asset ADP 8S	\$ 205,700	\$ -0-	\$ 205,700
Other Common/Collective Trust	<u>685,823</u>	<u>685,823</u>	<u>-0-</u>
	891,523	685,823	205,700
<u>Equity Mutual Funds</u>			
	<u>2,954,470</u>	<u>2,954,470</u>	<u>-0-</u>
Total Assets at Fair Value	<u>\$ 3,845,993</u>	<u>\$ 3,640,293</u>	<u>\$ 205,700</u>
<u>December 31, 2012</u>			
<u>Common/Collective Trust</u>			
Invesco Stable Asset ADP 8S	\$ 199,815	\$ -0-	\$ 199,815
Other Common/Collective Trust	<u>526,132</u>	<u>526,132</u>	<u>-0-</u>
	725,947	526,132	199,815
<u>Equity Mutual Funds</u>			
	<u>3,284,319</u>	<u>3,284,319</u>	<u>-0-</u>
Total Assets at Fair Value	<u>\$ 4,010,266</u>	<u>\$ 3,810,451</u>	<u>\$ 199,815</u>

The following tables reconcile the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) of the Invesco Stable Asset ADP 8S for the years ended December 31, 2013 and 2012:

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 2 - FAIR VALUE MEASUREMENTS (continued)

December 31, 2013

Beginning Balance	\$ 199,815
Dividend Income	1,192
Purchases	73,955
Sales	<u>(69,262)</u>
Ending Balance	<u>\$ 205,700</u>

December 31, 2012

Beginning Balance	\$ 202,966
Dividend Income	1,609
Purchases	64,232
Sales	<u>(68,992)</u>
Ending Balance	<u>\$ 199,815</u>

NOTE 3 - INVESTMENTS

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

	<u>December 31,</u>	
	<u>2013</u>	<u>2012</u>
Invesco Stable Asset ADP 8S, Common/Collective Trust, 205,700 Shares	\$ 205,700	\$ -0-
SSGA S&P 500 Index Fund, Common/Collective Trust, 19,405 and 21,356 Shares, respectively	270,314	226,263
Alger Capital Appr Instit - I, 15,952 Shares	424,003	-0-
Blackrock Global Allocation Fund A, 10,933 and 28,641 Shares, respectively	233,200	585,375
Delafield Fund, Inc., -0- and 7,625 Shares, respectively	-0-	232,872
Oppenheimer Global Fund A, 2,709 and 3,274 Shares, respectively	213,432	211,152
PIMCO Real Return Fund A, 17,886 and 16,709 Shares, respectively	-0-	219,465

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 4 - RELATED PARTY TRANSACTIONS

The Common/Collective Trust investment of the Plan are managed by affiliates of State Street Bank & Trust Company, the trustee, and thus qualify as party-in-interest transactions.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

NOTE 5 - BASIS OF ACCOUNTING AND CERTIFIED INFORMATION

The accompanying financial statements are presented on the accrual basis of accounting. The information included in this note and in the accompanying financial statements and supplemental schedules were obtained from data that has been prepared and certified as to complete and accurate by State Street Bank & Trust Company and the trustee.

	<u>2013</u>
Net appreciation	
in fair value of investments	\$ 223,124
Realized gain on sale of investments	283,357
Dividend income	161,836
Interest Income	7,050
Other Income	3,565

NOTE 6 - TAX STATUS

The Internal Revenue Service has determined and informed the 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 determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2011.

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 7 - RISKS AND UNCERTAINTIES

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

NOTE 8 - DELINQUENT CONTRIBUTIONS

During November 2013, participant contributions in the amount of \$12,512 were not transferred to the Plan on a timely basis. Upon discovery, the delinquent contribution was made on February 6, 2014 and the restoration of profits was calculated and paid.

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

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: v	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
	-0-	12,512	-0-	-0-

NOTE 9 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through September 30, 2014, which was the date that the financial statements were available to be issued.

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF DECEMBER 31, 2013

<u>Shares / Par Value</u>	<u>Description</u>	<u>Cost Value</u>	<u>Market Value</u>
	<u>Common/Collective Trust</u>		
*205,700	Invesco Stable Asset ADP 8S	\$ 205,700	\$ 205,700
*12,134	SSGA Bond Index Fund	121,799	118,939
*9,127	SSGA Russell Small Cap Index VI	110,505	141,657
*19,405	SSGA S&P 500 Index Fund	199,787	270,314
*10,281	SSGA S&P MD CP Index	111,152	154,913
	Total Common/Collective Trust	748,943	891,523
	<u>Equity Mutual Funds</u>		
147	AC Strat Alloc AGG Fund - ADV	1,361	1,263
2	AC Strat Alloc MOD Fund - ADV	18	17
15,952	Alger Capital Appr Instit - I	359,503	424,003
5,108	Allianz NFJ Small-Cap Value - A	144,035	169,366
140	Blackrock Emerging Markets - A	2,664	2,704
10,933	Blackrock Global Allocation A	206,662	233,200
8,063	Blackrock Mid Cap Val Opp FD	177,250	187,460
2,566	Col Sel Comm & Info - A	106,810	128,125
39	Eagle Small Cap Growth - A	2,081	2,239
4,624	Franklin - Mut GLB Disc - R	118,912	152,043
2,669	Franklin - Rising Dividends	101,115	129,383
648	Franklin - Utilities Fund - A	9,513	9,676
5,233	Invesco Real Estate - A	117,984	113,444
706	Ivy High Inc Fund - A	6,112	6,097
4,081	Janus Balanced Fund - S	116,280	122,264
1,109	Jennison Natural Resources - A	54,057	54,895
4,014	MFS Value Fund - R2	81,121	132,187
6,233	MFS International Val - R2	181,877	198,156
919	Munder Mid-Cap Core Growth - A	35,155	38,406
2,709	Oppenheimer Global Fund - A	168,132	213,432
2,840	Oppenheimer Gold & Spec Min - A	81,560	46,695
547	Oppenheimer Int'l Growth - A	20,193	20,987
16,013	PIMCO Real Return Fund - A	178,801	175,658
15,108	PIMCO Total Return Fund - A	162,896	161,509
54	T. Rowe Price Retirement 2010 R	945	951
4,364	T. Rowe Price Retirement 2020 R	71,653	87,809
18	T. Rowe Price Retirement 2030 R	255	406
6,049	T. Rowe Price Retirement 2040 R	126,931	139,909
170	T. Rowe Price Retirement 2050 R	2,126	2,186
	Total Equity Mutual Funds	2,636,002	2,954,470
	Total Assets Held for Investment	\$ 3,384,945	\$ 3,845,993

* - Party-in-Interest

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF DECEMBER 31, 2012

<u>Shares / Par Value</u>	<u>Description</u>	<u>Cost Value</u>	<u>Market Value</u>
	<u>Common/Collective Trust</u>		
*199815	Invesco Stable Asset ADP 8S	\$ 199,815	\$ 199,815
*10771	SSGA Bond Index Fund	108,383	108,515
*5491	SSGA Russell Small Cap Index VI	57,422	61,607
*21356	SSGA S&P 500 Index Fund	215,124	226,263
*11413	SSGA MD CP Index	119,053	129,747
	Total Common/Collective Trust	<u>699,797</u>	<u>725,947</u>
	<u>Equity Mutual Funds</u>		
7,811	Alger Capital Appr Instit - I	131,857	174,175
1,388	Allianz GI Opportunity - A	34,936	33,023
6,787	Allianz NFJ Small-Cap Value A	188,385	192,941
3,832	Amercent Heritage Fund A	73,181	82,704
28,641	Blackrock Global Allocation A	526,533	565,375
3,625	Col Sel Comm & Info A	152,918	149,168
7,625	Delafield Fund, Inc.	210,514	232,872
2,398	Fidelity Advisor Small Cap T	45,427	52,344
4,444	Franklin - Mut GLB Disc R	108,295	124,357
2,932	Franklin - Rising Dividends	108,791	110,880
9,151	GS Balanced Strategy A	95,497	96,630
5,471	Invesco Real Estate A	123,375	133,609
2,681	Jennison Natural Resources - A	136,998	120,867
12,380	Jennison 20/20 Focus - A	186,470	197,578
4,051	MFS Value Fund R2	71,910	101,881
3,274	Oppenheimer Global Fund A	195,471	211,152
2,942	Oppenheimer Gold & Spec Min - A	115,737	92,706
17,886	PIMCO Real Return Fund A	199,215	219,465
13,803	PIMCO Total Return Fund A	148,253	155,147
171	T. Rowe Price Retirement 2010 R	2,685	2,796
3,347	T. Rowe Price Retirement 2020 R	51,996	59,081
18	T. Rowe Price Retirement 2030 R	245	332
22	T. Rowe Price Retirement 2040 R	392	423
1,438	T. Rowe Price Retirement 2050 R	12,085	15,154
5,816	Thornburg International Value Fund A	148,171	159,659
	Total Equity Mutual Funds	<u>3,069,337</u>	<u>3,284,319</u>
	Total Assets Held for Investment	<u>\$ 3,769,134</u>	<u>\$ 4,010,266</u>

* - Party-in-Interest

Schedule C, Line 2(h) Formula Description

For those service providers listed on Line 2 for which Line 2(h) has been checked “yes”:

For a description of indirect compensation received by service providers listed on Line 2 that was disclosed as a formula, please see Line 3(e). Please note: If indirect compensation disclosed as a formula was received by a service provider from more than one source, there will be multiple Lines 3(e) for that service provider.

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN**

**FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

FRIEDMAN, LEAVITT & ASSOC., INC.

LESLIE FRIEDMAN, CPA (RETIRED)
SHERMAN Z. LEAVITT, CPA (1933-2007)
LEE B. FRIEDMAN, CPA
DAVID A. LEAVITT, CPA
MILTON J. WEINSTEIN, CPA
DOUGLAS A. FRIEDMAN, CPA

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JAMES DUNN, CPA
GEOFFREY BURGE, CPA, MA

INDEPENDENT AUDITOR'S REPORT

To The Plan Administrator of the
Hodell-Natco Industries, Inc.
401(k) Retirement Savings Plan
Valley View, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Hodell-Natco Industries, Inc. 401(k) Retirement Savings Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statement

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our 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 Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by State Street Bank & Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. 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 supplemental schedules of assets held for investment purposes are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

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

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



FRIEDMAN, LEAVITT & ASSOC., INC.
Certified Public Accountants

September 30, 2014

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2013 and 2012

ASSETS:	<u>2013</u>	<u>2012</u>
Investments, at fair value:		
Common/Collective Trusts	\$ 891,523	\$ 725,947
Equity Mutual Funds	<u>2,954,470</u>	<u>3,284,319</u>
Total Investments	3,845,993	4,010,266
Receivables:		
Participant Contributions	18,474	-0-
Notes Receivable from Participants	<u>121,580</u>	<u>204,940</u>
Total Receivables	<u>140,054</u>	<u>204,940</u>
 Total Assets	 3,986,047	 4,215,206
LIABILITIES:		
Operating Payables	<u>-0-</u>	<u>-0-</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u>\$ 3,986,047</u>	 <u>\$ 4,215,206</u>

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

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2013

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Investment Income:

Net appreciation in fair value of investments	\$	223,124	
Realized gain on sale of investments		283,357	
Dividend income		161,836	
Interest income		7,050	
Other Income		<u>3,565</u>	
Total Investment Income	\$		678,932

Contributions:

Participants'		257,563	
Rollovers		<u>122,291</u>	
			<u>379,854</u>

Total Additions		1,058,786
-----------------	--	-----------

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefits to Participants	(1,281,164)	
Administrative Expenses	<u>(6,781)</u>	
Total Deductions		<u>(1,287,945)</u>

NET DECREASE		(229,159)
---------------------	--	-----------

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of Year		<u>4,215,206</u>
End of Year	\$	<u><u>3,986,047</u></u>

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

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Hodell-Natco Industries, Inc. (the "Company") 401(k) Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL

The Plan is a defined contribution plan covering all employees of the Company who have attained the age of twenty one and have completed one year of service. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974 (the "ERISA"). Participant contributions, investment allocations, payment of benefits and participant loans are self directed by the plan participants.

CONTRIBUTIONS

Participants may elect to contribute a portion of their pay each period to the Plan. Participants may contribute up to 90% of their pay up to a maximum amount of \$17,500 and \$17,000 for 2013 and 2012, respectively. If a participant reached age 50 in 2013 and 2012, the participant could contribute an additional \$5,500 to the Plan. These deferred contributions (salary deferrals) are not subject to federal or state income tax when the contribution is made to the Plan, instead they are taxed when paid from the Plan. Employees may revoke their election at any time during the year.

The employer may make matching and discretionary contributions. Employer discretionary contributions are based upon a uniform percentage of prior year salary determined each year by the employer. For 2013 and 2012, the employer made no matching or discretionary contributions.

PARTICIPANT ACCOUNTS AND VESTING

Each participant's account is credited with the participant's contributions, the employer's contributions, and an allocation of the Plan's earnings. The Plan's earnings are allocated according to participants' relative account balances.

Participants are immediately 100% vested in their contributions plus actual earnings thereon.

Participants are vested in employer discretionary contributions according to the following schedule:

<u>Years of Vesting</u>	<u>Vesting</u>
less than 2 years	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years	100%

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN (continued)

Net assets available for benefits include the accounts of active participants, as well as certain separated, vested and retired participants who have elected to receive their benefits in installment payments. These participants share in the earnings of the investments.

FORFEITURES

Forfeitures occur when participants terminate employment before becoming fully vested in employer contributions to the Plan. Forfeited amounts may be used to reduce administrative expenses and then future employer contributions to the Plan.

PARTICIPANT LOANS

Participants may borrow from their fund accounts a minimum of \$500 up to a maximum of \$50,000 or 50% of their vested accounts balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest at rates ranging from 4.25% to 6.00%, which are commensurate with local prevailing rates as determined by ADP Retirement Services. Principal and interest is paid ratably through payroll deductions.

PAYMENT OF BENEFITS

On termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in the account, or annual installments over a specified period. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

In certain hardship situations, as described in the Plan agreement, participants may withdraw part of their account balances while actively employed, but such withdrawals are limited to the amount dictated by the hardship. Participants withdrawals are limited to deferred account balances and may not include any interest accrued thereon.

PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right to terminate the Plan at any time, subject to the provisions of ERISA. In the event of Plan termination, the respective participant interest, net of any termination fees, will become fully vested and will be distributed to each participant in accordance with the trust agreement.

USE OF ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 2 for discussion of fair value measurements.

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 1 - DESCRIPTION OF PLAN (continued)

PAYMENT OF BENEFITS

Benefits are recorded when paid.

OPERATING EXPENSES

All expenses of maintaining the Plan are paid by the Company.

NOTE 2 - FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount 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 measure the fair value of certain financial instruments could result in a different fair value at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lower priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 inputs were available to the Plan, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

LEVEL 1 FAIR VALUE MEASUREMENTS

The fair value of mutual funds and other common/collective trust investments are based on quoted net asset values of the shares held by the Plan at year-end.

LEVEL 3 FAIR VALUE MEASUREMENTS

Invesco Stable Asset ADP 8S is not actively traded and significant other observable inputs are not available.

For those assets with fair value measured using Level 3 inputs, the Plan trustee determines the fair value measurement policies and procedures. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The following tables set forth by Level within the fair value hierarchy, the Plan's investments at fair values as of December 31, 2013 and 2012:

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 2 - FAIR VALUE MEASUREMENTS (continued)

		Fair Value Measurements at the End of the Reporting Period Using:	
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
	Fair Value		
<u>December 31, 2013</u>			
<u>Common/Collective Trust</u>			
Invesco Stable Asset ADP 8S	\$ 205,700	\$ -0-	\$ 205,700
Other Common/Collective Trust	685,823	685,823	-0-
	<u>891,523</u>	<u>685,823</u>	<u>205,700</u>
<u>Equity Mutual Funds</u>	<u>2,954,470</u>	<u>2,954,470</u>	<u>-0-</u>
Total Assets at Fair Value	<u>\$ 3,845,993</u>	<u>\$ 3,640,293</u>	<u>\$ 205,700</u>
<u>December 31, 2012</u>			
<u>Common/Collective Trust</u>			
Invesco Stable Asset ADP 8S	\$ 199,815	\$ -0-	\$ 199,815
Other Common/Collective Trust	526,132	526,132	-0-
	<u>725,947</u>	<u>526,132</u>	<u>199,815</u>
<u>Equity Mutual Funds</u>	<u>3,284,319</u>	<u>3,284,319</u>	<u>-0-</u>
Total Assets at Fair Value	<u>\$ 4,010,266</u>	<u>\$ 3,810,451</u>	<u>\$ 199,815</u>

The following tables reconcile the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) of the Invesco Stable Asset ADP 8S for the years ended December 31, 2013 and 2012:

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 2 - FAIR VALUE MEASUREMENTS (continued)

December 31, 2013

Beginning Balance	\$ 199,815
Dividend Income	1,192
Purchases	73,955
Sales	<u>(69,262)</u>
Ending Balance	<u>\$ 205,700</u>

December 31, 2012

Beginning Balance	\$ 202,966
Dividend Income	1,609
Purchases	64,232
Sales	<u>(68,992)</u>
Ending Balance	<u>\$ 199,815</u>

NOTE 3 - INVESTMENTS

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

	<u>December 31,</u>	
	<u>2013</u>	<u>2012</u>
Invesco Stable Asset ADP 8S, Common/Collective Trust, 205,700 Shares	\$ 205,700	\$ -0-
SSGA S&P 500 Index Fund, Common/Collective Trust, 19,405 and 21,356 Shares, respectively	270,314	226,263
Alger Capital Appr Instit - I, 15,952 Shares	424,003	-0-
Blackrock Global Allocation Fund A, 10,933 and 28,641 Shares, respectively	233,200	585,375
Delafield Fund, Inc., -0- and 7,625 Shares, respectively	-0-	232,872
Oppenheimer Global Fund A, 2,709 and 3,274 Shares, respectively	213,432	211,152
PIMCO Real Return Fund A, 17,886 and 16,709 Shares, respectively	-0-	219,465

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 4 - RELATED PARTY TRANSACTIONS

The Common/Collective Trust investment of the Plan are managed by affiliates of State Street Bank & Trust Company, the trustee, and thus qualify as party-in-interest transactions.

These party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

NOTE 5 - BASIS OF ACCOUNTING AND CERTIFIED INFORMATION

The accompanying financial statements are presented on the accrual basis of accounting. The information included in this note and in the accompanying financial statements and supplemental schedules were obtained from data that has been prepared and certified as to complete and accurate by State Street Bank & Trust Company and the trustee.

	<u>2013</u>
Net appreciation	
in fair value of investments	\$ 223,124
Realized gain on sale of investments	283,357
Dividend income	161,836
Interest Income	7,050
Other Income	3,565

NOTE 6 - TAX STATUS

The Internal Revenue Service has determined and informed the 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 determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress. The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2011.

**HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
AS OF DECEMBER 31, 2013 AND 2012**

NOTE 7 - RISKS AND UNCERTAINTIES

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

NOTE 8 - DELINQUENT CONTRIBUTIONS

During November 2013, participant contributions in the amount of \$12,512 were not transferred to the Plan on a timely basis. Upon discovery, the delinquent contribution was made on February 6, 2014 and the restoration of profits was calculated and paid.

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

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: v	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
	-0-	12,512	-0-	-0-

NOTE 9 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through September 30, 2014, which was the date that the financial statements were available to be issued.

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF DECEMBER 31, 2013

<u>Shares / Par Value</u>	<u>Description</u>	<u>Cost Value</u>	<u>Market Value</u>
	<u>Common/Collective Trust</u>		
*205,700	Invesco Stable Asset ADP 8S	\$ 205,700	\$ 205,700
*12,134	SSGA Bond Index Fund	121,799	118,939
*9,127	SSGA Russell Small Cap Index VI	110,505	141,657
*19,405	SSGA S&P 500 Index Fund	199,787	270,314
*10,281	SSGA S&P MD CP Index	111,152	154,913
	Total Common/Collective Trust	748,943	891,523
	<u>Equity Mutual Funds</u>		
147	AC Strat Alloc AGG Fund - ADV	1,361	1,263
2	AC Strat Alloc MOD Fund - ADV	18	17
15,952	Alger Capital Appr Instit - I	359,503	424,003
5,108	Allianz NFJ Small-Cap Value - A	144,035	169,366
140	Blackrock Emerging Markets - A	2,664	2,704
10,933	Blackrock Global Allocation A	206,662	233,200
8,063	Blackrock Mid Cap Val Opp FD	177,250	187,460
2,566	Col Sel Comm & Info - A	106,810	128,125
39	Eagle Small Cap Growth - A	2,081	2,239
4,624	Franklin - Mut GLB Disc - R	118,912	152,043
2,669	Franklin - Rising Dividends	101,115	129,383
648	Franklin - Utilities Fund - A	9,513	9,676
5,233	Invesco Real Estate - A	117,984	113,444
706	Ivy High Inc Fund - A	6,112	6,097
4,081	Janus Balanced Fund - S	116,280	122,264
1,109	Jennison Natural Resources - A	54,057	54,895
4,014	MFS Value Fund - R2	81,121	132,187
6,233	MFS International Val - R2	181,877	198,156
919	Munder Mid-Cap Core Growth - A	35,155	38,406
2,709	Oppenheimer Global Fund - A	168,132	213,432
2,840	Oppenheimer Gold & Spec Min - A	81,560	46,695
547	Oppenheimer Int'l Growth - A	20,193	20,987
16,013	PIMCO Real Return Fund - A	178,801	175,658
15,108	PIMCO Total Return Fund - A	162,896	161,509
54	T. Rowe Price Retirement 2010 R	945	951
4,364	T. Rowe Price Retirement 2020 R	71,653	87,809
18	T. Rowe Price Retirement 2030 R	255	406
6,049	T. Rowe Price Retirement 2040 R	126,931	139,909
170	T. Rowe Price Retirement 2050 R	2,126	2,186
	Total Equity Mutual Funds	2,636,002	2,954,470
	Total Assets Held for Investment	\$ 3,384,945	\$ 3,845,993

* - Party-in-Interest

HODELL-NATCO INDUSTRIES, INC.
401(k) RETIREMENT SAVINGS PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
AS OF DECEMBER 31, 2012

<u>Shares / Par Value</u>	<u>Description</u>	<u>Cost Value</u>	<u>Market Value</u>
	<u>Common/Collective Trust</u>		
*199815	Invesco Stable Asset ADP 8S	\$ 199,815	\$ 199,815
*10771	SSGA Bond Index Fund	108,383	108,515
*5491	SSGA Russell Small Cap Index VI	57,422	61,607
*21356	SSGA S&P 500 Index Fund	215,124	226,263
*11413	SSGA MD CP Index	119,053	129,747
	Total Common/Collective Trust	<u>699,797</u>	<u>725,947</u>
	<u>Equity Mutual Funds</u>		
7,811	Alger Capital Appr Instit - I	131,857	174,175
1,388	Allianz GI Opportunity - A	34,936	33,023
6,787	Allianz NFJ Small-Cap Value A	188,385	192,941
3,832	Amercent Heritage Fund A	73,181	82,704
28,641	Blackrock Global Allocation A	526,533	565,375
3,625	Col Sel Comm & Info A	152,918	149,168
7,625	Delafield Fund, Inc.	210,514	232,872
2,398	Fidelity Advisor Small Cap T	45,427	52,344
4,444	Franklin - Mut GLB Disc R	108,295	124,357
2,932	Franklin - Rising Dividends	108,791	110,880
9,151	GS Balanced Strategy A	95,497	96,630
5,471	Invesco Real Estate A	123,375	133,609
2,681	Jennison Natural Resources - A	136,998	120,867
12,380	Jennison 20/20 Focus - A	186,470	197,578
4,051	MFS Value Fund R2	71,910	101,881
3,274	Oppenheimer Global Fund A	195,471	211,152
2,942	Oppenheimer Gold & Spec Min - A	115,737	92,706
17,886	PIMCO Real Return Fund A	199,215	219,465
13,803	PIMCO Total Return Fund A	148,253	155,147
171	T. Rowe Price Retirement 2010 R	2,685	2,796
3,347	T. Rowe Price Retirement 2020 R	51,996	59,081
18	T. Rowe Price Retirement 2030 R	245	332
22	T. Rowe Price Retirement 2040 R	392	423
1,438	T. Rowe Price Retirement 2050 R	12,085	15,154
5,816	Thornburg International Value Fund A	148,171	159,659
	Total Equity Mutual Funds	<u>3,069,337</u>	<u>3,284,319</u>
	Total Assets Held for Investment	<u>\$ 3,769,134</u>	<u>\$ 4,010,266</u>

* - Party-in-Interest

Attachment to 2013 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN **LEIN:** 34-1451551
Plan Sponsor's Name HODELL-NATCO INDUSTRIES, INC. **PN:** 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	AC STRAT ALLOC MOD FUND - ADV	REGISTERED INVESTMENT COMPANY		17
	PIMCO REAL RETURN FUND - A	REGISTERED INVESTMENT COMPANY		175,659
	INVESCO REAL ESTATE - A	REGISTERED INVESTMENT COMPANY		113,444
	JENNISON NATURAL RESOURCES - A	REGISTERED INVESTMENT COMPANY		54,895
	FRANKLIN UTILITIES FUND - A	REGISTERED INVESTMENT COMPANY		9,676
	T. ROWE PRICE RETIRE 2050 - R	REGISTERED INVESTMENT COMPANY		2,186
	OPPENHEIMER INTL GROWTH - A	REGISTERED INVESTMENT COMPANY		20,987

Attachment to 2013 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN **EIN:** 34-1451551
Plan Sponsor's Name HODELL-NATCO INDUSTRIES, INC. **PN:** 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	BLACKROCK MID CAP VAL OPP FD-A	REGISTERED INVESTMENT COMPANY		187,461
	OPPENHEIMER GLOBAL FUND - A	REGISTERED INVESTMENT COMPANY		213,432
	FRANKLIN MUT GLB DISC - R	REGISTERED INVESTMENT COMPANY		152,043
	PIMCO TOTAL RETURN FUND - A	REGISTERED INVESTMENT COMPANY		161,509
	ALLIANZGI NFJ SMALLCAP VALUE A	REGISTERED INVESTMENT COMPANY		169,366
	ALGER CAPITAL APPR INSTIT - I	REGISTERED INVESTMENT COMPANY		424,003
	BLACKROCK GLOBAL ALLOCATION A	REGISTERED INVESTMENT COMPANY		233,200

Attachment to 2013 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN **EIN:** 34-1451551
Plan Sponsor's Name HODELL-NATCO INDUSTRIES, INC. **PN:** 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	EAGLE SMALL CAP GROWTH - A	REGISTERED INVESTMENT COMPANY		2,239
	BLACKROCK EMERGING MARKETS A	REGISTERED INVESTMENT COMPANY		2,705
	MFS INTERNATIONAL VAL - R2	REGISTERED INVESTMENT COMPANY		198,156
	AC STRAT ALLOC AGG FUND - ADV	REGISTERED INVESTMENT COMPANY		1,263
	OPPENHEIMER GOLD & SPEC MIN -A	REGISTERED INVESTMENT COMPANY		46,695
	FRANKLIN RISING DIVIDENDS - A	REGISTERED INVESTMENT COMPANY		129,383
	COL SEL COMM & INFO A	REGISTERED INVESTMENT COMPANY		128,125

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Plan Name HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN **EIN:** 34-1451551
Plan Sponsor's Name HODELL-NATCO INDUSTRIES, INC. **PN:** 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	T.ROWE PRICE RETIREMENT 2020-R	REGISTERED INVESTMENT COMPANY		87,809
	T.ROWE PRICE RETIREMENT 2030-R	REGISTERED INVESTMENT COMPANY		406
	T.ROWE PRICE RETIREMENT 2040-R	REGISTERED INVESTMENT COMPANY		139,909
	IVY HIGH INC FUND - A	REGISTERED INVESTMENT COMPANY		6,097
	MFS VALUE FUND - R2	REGISTERED INVESTMENT COMPANY		132,187
	T.ROWE PRICE RETIREMENT 2010-R	REGISTERED INVESTMENT COMPANY		951
	JANUS BALANCED FUND - S	REGISTERED INVESTMENT COMPANY		122,264

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

Plan Name HODELL-NATCO INDUSTRIES, INC. 401(K) RETIREMENT SAVINGS PLAN **EIN:** 34-1451551
Plan Sponsor's Name HODELL-NATCO INDUSTRIES, INC. **PN:** 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	MUNDER MID-CAP CORE GROWTH -A	REGISTERED INVESTMENT COMPANY		38,406
	PARTICIPANT LOANS	INTEREST RATES (4.25% TO 6.00%)		121,580
	INVESCO STABLE ASSET	COMMON/COLLECTIVE TRUST		205,700
	SSGA RUSS SC IDX VI	COMMON/COLLECTIVE TRUST		141,657
	SSGA S & P 500 IDX IX	COMMON/COLLECTIVE TRUST		270,314
	SSGA S & P MD CP IDX NL J	COMMON/COLLECTIVE TRUST		154,912
	SSGA US BD IDX SL VIII	COMMON/COLLECTIVE TRUST		118,939