

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>WORLD KITCHEN RETIREMENT INCOME 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>005</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>10/01/2002</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>005</u>	1c Effective date of plan <u>10/01/2002</u>	
1b Three-digit plan number (PN) ▶	<u>005</u>				
1c Effective date of plan <u>10/01/2002</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>WKI HOLDING COMPANY, INC.</u> <u>9525 W. BRYN MAWR AVENUE, SUITE 300</u> <u>ROSEMONT, IL 60018</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>16-1403318</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>847-233-8600</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>551112</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>16-1403318</u>	2c Sponsor's telephone number <u>847-233-8600</u>	2d Business code (see instructions) <u>551112</u>	
2b Employer Identification Number (EIN) <u>16-1403318</u>					
2c Sponsor's telephone number <u>847-233-8600</u>					
2d Business code (see instructions) <u>551112</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2014	COLLEEN P PLANT
	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	3101
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	2089
b Retired or separated participants receiving benefits		6b	0
c Other retired or separated participants entitled to future benefits		6c	949
d Subtotal. Add lines 6a , 6b , and 6c		6d	3038
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	12
f Total. Add lines 6d and 6e		6f	3050
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	2889
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	374
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 3H 2S 2T			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance 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. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	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 WORLD KITCHEN RETIREMENT INCOME PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 WKI HOLDING COMPANY, INC.	D Employer Identification Number (EIN) 16-1403318	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier NEW YORK LIFE INSURANCE COMPANY
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(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5582869	66915	GA28001	2889	01/01/2013	12/31/2013

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.
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(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	
6	Contracts With Allocated Funds:		
a	State the basis of premium rates ▶		
b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	
e	Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶		
f	If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐		
7	Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)		
a	Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☒ guaranteed investment (4) ☐ other ▶		
b	Balance at the end of the previous year	7b	42033545
c	Additions: (1) Contributions deposited during the year	7c(1)	12871142
	(2) Dividends and credits	7c(2)	0
	(3) Interest credited during the year	7c(3)	1164479
	(4) Transferred from separate account	7c(4)	
	(5) Other (specify below) ▶ ASSET TRADE	7c(5)	41949721
	(6) Total additions	7c(6)	55985342
d	Total of balance and additions (add lines 7b and 7c(6))	7d	98018887
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	15211017
	(2) Administration charge made by carrier	7e(2)	289576
	(3) Transferred to separate account	7e(3)	
	(4) Other (specify below) ▶ YEAR END PAYOUT	7e(4)	41949721
	(5) Total deductions	7e(5)	57450314
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	40568573

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

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

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

A Name of plan <u>WORLD KITCHEN RETIREMENT INCOME PLAN</u>	B Three-digit plan number (PN) ▶ <u>005</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>WKI HOLDING COMPANY, INC.</u>	D Employer Identification Number (EIN) <u>16-1403318</u>

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

NEW YORK LIFE INVESTMENT MANAGEMENT

52-2206685

(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?
15 64 37 62	RETAINED BY EMPLOYER	68810	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

PFE CONSULTANTS

04-3549179

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	RETAINED BY EMPLOYER	61556	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A Name of plan WORLD KITCHEN RETIREMENT INCOME PLAN	B Three-digit plan number (PN) ► 005
C Plan sponsor's name as shown on line 2a of Form 5500 WKI HOLDING COMPANY, INC.	D Employer Identification Number (EIN) 16-1403318

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)		
(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)	3092424	3207862
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	73629906	88472383
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	42033545	40568573
(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	118755875	132248818

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	17000	0
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	17000	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	118738875	132248818
---	-----------	-----------	-----------

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)	3279269	
(B) Participants	2a(1)(B)	7073464	
(C) Others (including rollovers)	2a(1)(C)	469963	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		10822696
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)	109733	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		109733
(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)	922270	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		922270
(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)		
(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)		17698745
c Other income.....	2c		155368
d Total income. Add all income amounts in column (b) and enter total.....	2d		29708812

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	15899824	
(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)		15899824
f Corrective distributions (see instructions).....	2f		165644
g Certain deemed distributions of participant loans (see instructions).....	2g		2349
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	62241	
(2) Contract administrator fees.....	2i(2)	68810	
(3) Investment advisory and management fees.....	2i(3)	1	
(4) Other.....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		131052
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		16198869

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		13509943
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: COHNREZNICK, LLP

(2) EIN: 22-1478099

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

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

Part IV Compliance Questions

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

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		25000000
4e	X		25000000
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	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013		
A Name of plan WORLD KITCHEN RETIREMENT INCOME PLAN		B Three-digit plan number (PN) ▶ 005
C Plan sponsor's name as shown on line 2a of Form 5500 WKI HOLDING COMPANY, INC.		D Employer Identification Number (EIN) 16-1403318
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1 0
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): 13-3808042		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☐ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....		6a
b Enter the amount contributed by the employer to the plan for this plan year.....		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2013 v. 130118		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
 Stock: _____% 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): _____

World Kitchen Retirement Income Plan

Financial Statements as of December 31, 2013 and 2012
and for the Year Ended December 31, 2013,
Supplementary Schedule as of December 31, 2013 and
Independent Auditor's Report

WORLD KITCHEN RETIREMENT INCOME PLAN

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All other Schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Independent Auditor's Report

To the Plan Administrator
World Kitchen Retirement Income Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of World Kitchen Retirement Income Plan (the "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 Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by New York Life Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the year ended December 31, 2013, 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 schedule as of December 31, 2013 is required by the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in cursive script that reads "CohnReznick LLP".

Chicago, Illinois
October 7, 2014

WORLD KITCHEN RETIREMENT INCOME 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:		
Participant directed investments	\$ 128,974,315	\$ 116,591,354
Guaranteed interest account, unallocated funds	<u>66,605</u>	<u>66,282</u>
Total investments	<u>129,040,920</u>	<u>116,657,636</u>
Receivables:		
Employer contributions	-	29,564
Participants' contributions	53,126	53,039
Notes receivable from participants	<u>3,306,599</u>	<u>3,201,229</u>
Total receivables	<u>3,359,725</u>	<u>3,283,832</u>
Total assets	<u>132,400,645</u>	<u>119,941,468</u>
Net assets available for benefits, at fair value	132,400,645	119,941,468
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>36</u>	<u>(994,185)</u>
Net assets available for benefits	<u>\$ 132,400,681</u>	<u>\$ 118,947,283</u>

See notes to financial statements

WORLD KITCHEN RETIREMENT INCOME PLAN

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2013**

Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 16,979,267
Interest	874,847
Dividends	<u>922,270</u>
Total investment income	<u>18,776,384</u>
Interest income on notes receivable from participants	<u>109,733</u>
Contributions:	
Employer contributions	3,249,706
Participants' contributions	7,065,526
Rollover deposits	283,565
Other contributions	<u>194,422</u>
Total contributions	<u>10,793,219</u>
Total additions	<u>29,679,336</u>
Deductions:	
Benefits paid to participants and beneficiaries	16,077,885
Administrative expenses	<u>148,053</u>
Total deductions	<u>16,225,938</u>
Increase in net assets	13,453,398
Net assets available for benefits - Beginning of year	<u>118,947,283</u>
Net assets available for benefits - End of year	<u><u>\$ 132,400,681</u></u>

See notes to financial statements

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

1. DESCRIPTION OF THE PLAN

The following brief description of the World Kitchen Retirement Income Plan (the "Plan"), sponsored by WKI Holding Company, Inc (the "Company"), is provided for general information purposes only. Participants should refer to the Plan document for a more complete description at the Plan's provisions.

General—The Plan is a tax qualified defined contribution plan subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The Board of Directors is responsible for oversight of the Plan. The Benefits Committee determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Board of Directors.

Eligibility—All U.S. non-union and union employees are immediately eligible to contribute to the Plan, provided they are a regular employee 18 years of age or older. Non-union employees not normally expected to work more than 1,000 hours in a year are eligible to participate upon the earlier of the completion of 1,000 hours within the first 12 months of employment or upon completing 1,000 hours in any Plan year following.

Vesting—Participants are fully vested in their account for funds attributable to their own contributions, rollover accounts, and accounts transferred from other plans, plus actual earnings thereon.

Union participants at the Greencastle facility, Pressware facility and union participants at the Charleroi facility hired on or after July 22, 2006 are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	25%
24 but less than 36	50%
36 but less than 48	75%
48 or more	100%

Union participants at the Charleroi facility hired before July 22, 2006 are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	20%
24 but less than 36	40%
36 but less than 48	60%
48 but less than 60	80%
60 months or more	100%

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Effective July 1, 2008, union participants at the Monee facility are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	25%
24 but less than 36	50%
36 but less than 48	75%
48 or more	100%

Effective October 1, 2007, participants not covered by a collective bargaining agreement are subject to the following vesting schedule:

Years of Vesting Service	Percent Vested
Less than 1 year	0%
1 year but less than 2 years	50%
2 years or more	100%

All participants are 100% vested in their employer contribution accounts, regardless of years of vesting service if any of the following events occur while they are actively employed by the Company: attainment of normal retirement age, death, permanent disability, or termination of the Plan.

Forfeitures—Nonvested amounts are forfeited during the Plan year in which a participant terminates employment and are used to reduce Company contributions or pay Plan administrative expenses. At December 31, 2013 and 2012, forfeited nonvested accounts totaled \$66,605 and \$66,282, respectively. During 2013, the total amount of forfeitures that occurred during the year was \$143,686. During 2013, the amount of forfeitures used to reduce Company contributions was \$145,913.

Participant Accounts—Individual accounts are maintained for each Plan participant. Each participant account is credited with the participant's contribution, required Company contributions, qualified rollover monies, and allocation of the Plan earnings and losses. Participant accounts are charged with an allocation of administration expenses paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investments—Participants direct the investment of their contributions into various investment options offered by the Plan. In the event a participant fails to make an investment election with respect to all or any portion of his account subject to his investment direction, the trustee shall invest all or such portion of his account in the investment fund to be designated by the administrator. The Plan currently offers twenty-six investment options for participants.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Payment of Benefits—Upon retirement, death, total and permanent disability (as defined by the Plan), or termination of employment, the participant's benefit is generally paid in a lump sum or in two or more partial payments of at least \$1,000, provided, however, that the final such payment may consist of the participant's entire remaining account balance, if less than \$1,000. A small group of participants are eligible for a group annuity option form of distributions. Under certain circumstances, a participant may withdraw a portion of the account balance during employment with the Company.

Hardship Withdrawals—In the case of a financial hardship, a participant may receive a distribution not to exceed the lesser of the vested value of their account or the amount necessary to satisfy the financial hardship.

Notes Receivable from Participants—Participants may borrow from their fund accounts up to a maximum of \$50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest equal to the "Prime Rate" (as reported in *The Wall Street Journal* on the date the loan is initiated). Participant loans shall be treated as segregated investments, and interest repayments shall be credited only to the Participant's Account.

Contributions—Eligible union participants are automatically enrolled to contribute 5% of eligible compensation per payroll period if an affirmative contribution election was not made in the time prescribed by the Plan Administrator. Greencastle Union employees are automatically enrolled to contribute 7%. Eligible non-union participants are automatically enrolled to contribute 6% of eligible compensation per payroll period if an affirmative contribution election was not made in the time prescribed by the Plan Administrator. Employees may contribute up to 50% of eligible compensation on a combined pre- and post-tax basis, subject to IRS limits. Participants may elect to invest their contributions or exchange funds among alternative investment options.

The Company is required to make various contributions based upon collective bargaining agreements and/or Plan eligibility for such contributions. Company contributions may include:

Employer Matching Contributions: equal to a percentage of elective deferrals made by certain eligible union and non-union employees during the Plan year. The amount of matching contribution varies by union and non-union status.

Employer Performance Contributions: based upon the Company meeting certain financial goals, are discretionary for non-union participants and certain union participants. The Company made performance contributions of \$142,032 and \$137,358 for the years ended December 31, 2013 and 2012, respectively.

2. SIGNIFICANT ACCOUNTING POLICIES

The following are the significant accounting policies followed by the Plan.

Basis of Accounting—The accompanying financial statements have been prepared on the accrual basis of accounting.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Use of Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amount of net assets available for benefits and changes therein. Actual results could differ from those estimates.

Valuation of Investments—Investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

The Plan's investments in the NYL Guaranteed Interest Account are presented at fair value in the statements of net assets available for benefits and the amount representing the difference between fair value and contract value of these investments is presented on the face of the statements of net assets available for benefits. The statement of changes in net assets available for benefits is prepared on a contract value basis.

Notes Receivable from Participants—Participant loans are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the Plan document.

Payment of Benefits—Benefit payments to participants are recorded upon distribution.

Administrative Expenses—The Plan stipulates that administrative expenses may be paid by either the Plan or the Company. Forfeitures may also be used to cover administrative expenses.

Subsequent Events—The Plan has evaluated subsequent events through October 7, 2014, the date the financial statements were available to be issued.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

3. INVESTMENTS

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

	December 31, 2013	December 31, 2012
NYL Guaranteed Interest Account, at contract value (fair value \$40,568,537 and \$43,027,729, respectively)	\$ 40,568,573	\$ 42,033,545
Investments at fair value:		
Mainstay S&P 500 Index Fund I	- *	7,435,180
T Rowe Price Growth Stock Fund	9,472,974	8,372,445
Dodge & Cox Stock Fund	8,286,531	6,854,444
Vanguard 500 Index Fund	10,395,299	- *
Artisan Mid Cap Fund	7,331,395	5,920,356

* Investment represents less than 5% of the Plan's net assets.

During 2013, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by \$16,979,267 as follows:

Mutual funds	\$ 16,979,211
Guaranteed interest account	56
Total	<u>\$ 16,979,267</u>

4. FAIR VALUE MEASUREMENTS

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

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

Level 2: Inputs to the valuation methodology include:

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

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

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

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

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

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

Guaranteed investment contract: Guaranteed investment contracts are valued at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer (see Note 8). Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only. In determining the reasonableness of the methodology, the Investment Committee evaluates a variety of factors including review of existing contracts, economic conditions, industry and market developments, and overall credit ratings. Certain unobservable inputs are assessed through review of contract terms (for example, duration or payout date) while others are substantiated utilizing available market data (for example, swap curve rate).

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

	Assets at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
High yield	\$ 621,551	\$ -	\$ -	\$ 621,551
Fixed income funds	301,882	-	-	301,882
Inflation protected	2,049,744	-	-	2,049,744
Intermediate term	4,506,077	-	-	4,506,077
Retirement income	831,804	-	-	831,804
Target date	17,612,427	-	-	17,612,427
Large value	8,286,531	-	-	8,286,531
Large growth	9,472,974	-	-	9,472,974
Large blend	10,938,247	-	-	10,938,247
Foreign large blend	4,937,030	-	-	4,937,030
Mid cap growth	10,235,862	-	-	10,235,862
Mid cap value	3,437,783	-	-	3,437,783
Mid cap blend	433,772	-	-	433,772
Moderate allocation	3,948,206	-	-	3,948,206
Small blend	651,335	-	-	651,335
Small value	3,187,528	-	-	3,187,528
Global real estate	2,056,485	-	-	2,056,485
Diversified emerging markets	4,963,145	-	-	4,963,145
Total mutual funds	88,472,383	-	-	88,472,383
Guaranteed investment contract	-	-	40,568,537	40,568,537
Total assets at fair value	\$ 88,472,383	\$ -	\$ 40,568,537	\$ 129,040,920

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
High yield	\$ 808,309	\$ -	\$ -	\$ 808,309
Fixed income funds	465,659	-	-	465,659
Inflation protected	2,902,680	-	-	2,902,680
Intermediate term	5,294,009	-	-	5,294,009
Retirement income	587,355	-	-	587,355
Target date	12,202,931	-	-	12,202,931
Large value	6,854,444	-	-	6,854,444
Large growth	8,372,445	-	-	8,372,445
Large blend	7,435,180	-	-	7,435,180
Foreign large blend	4,642,899	-	-	4,642,899
Mid cap growth	8,263,602	-	-	8,263,602
Mid cap value	2,104,579	-	-	2,104,579
Moderate allocation	3,549,774	-	-	3,549,774
Small value	2,653,285	-	-	2,653,285
Global real estate	2,142,701	-	-	2,142,701
Diversified emerging markets	5,350,055	-	-	5,350,055
Total mutual funds	73,629,907	-	-	73,629,907
Guaranteed investment contract	-	-	43,027,729	43,027,729
Total assets at fair value	\$ 73,629,907	\$ -	\$ 43,027,729	\$ 116,657,636

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2013:

	Guaranteed Investment Contract
Balance, beginning of year	\$ 43,027,729
Interest income	874,847
Unrealized gains (or net gains) relating to instruments still held at the reporting date	(994,129)
Purchases	12,871,142
Sales	(15,211,016)
Balance, end of year	<u>\$ 40,568,573</u>
The amount of total gains for the period attributable to the change in unrealized gains relating to assets still held at the reporting date	<u>\$ 36</u>

Unrealized gains from the guaranteed investment contract are not included in the statements of changes in net assets available for benefits as the contract is recorded at contract value for purpose of the net assets available for benefits.

Quantitative information about significant unobservable inputs used in Level 3 fair value measurements

The following table represents the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments, and the significant unobservable inputs and the ranges of values for those inputs:

Instrument	Fair Value	Principal Valuation Technique	Unobservable Inputs	Significant Input Values
Guaranteed investment contract	\$ 40,568,537	Discounted cash flow	Contract interest rate (gross) New issue rate (gross) Duration (Years) Market Value Adjustment (MVA) Factor	2.80% 2.35% 4.70 1.02

5. AMENDMENTS

Effective January 1, 2012, the Plan was amended to merge the defined contribution plan of Snapware Corporation 401(k) Profit Sharing Plan ("Snapware") acquired by the Company into the Plan. Any participant whose account consists of amounts transferred from Snapware shall be credited with any "Years of Service" earned under Snapware. All participants of Snapware shall be eligible to participate in the Plan on January 1, 2012.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Effective November 1, 2012, a participant may continue to make loan repayments if a participant terminates employment. The participant must not be covered by a collective bargaining agreement or a collective bargaining agreement that permits post-termination loan repayments.

6. PLAN TERMINATION

Although the Company has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

7. CERTIFIED INVESTMENTS

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Investments held at December 31, 2013 and 2012, and investment income for the year ended December 31, 2013, that is disclosed in the accompanying financial statements and supplemental schedule, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee of the Plan.

8. INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan invests in the NYL Guaranteed Interest Account (the "Interest Account"). The Interest Account is made available to participating plans through a group annuity contract issued to the Plans' trustee. The contract is designed to be an "investment contract" as that term is defined in Accounting Standard Guidance.

The assets in the Interest Account are invested primarily in fixed income securities, which are owned by New York Life. However, the assets in this account are maintained solely for the benefit of the contract holder participating in the account and are not chargeable with any other liabilities arising out of any other business of New York Life. The assets are not marked-to-market to reflect changes in interest rate. Instead, they are valued on an amortized cost basis in accordance with Section 4240(a)(10) of the New York State Insurance Law.

The Interest Account is fully benefit-responsive according to Accounting Standard Guidance as (i) the group annuity contract is generally issued to the trustees of each participating plan and the participating plan sponsor is provided with a copy of the contract and signs a certification form indicating that they have read and accepted the terms of the contract (which is not assignable); (ii) interest is accrued daily and credited monthly to the account and reflects the investment experience of the account. Such interest is guaranteed by New York Life to be no less than 1%, after any deduction for expenses; (iii) the contract provides that withdrawals for benefit payments as permitted by the Plan at contract value. At contract termination, a participating plan may receive a contract value distribution of the Plan's interest in the respective accounts, provided the Plan sponsor provides 12 months' advance notice to New York Life; (iv) certain distributions may be subject to a market value adjustment. An event that limits the Plan's ability to transact at contract value with participants in the Plan must be probable of not occurring for the contract to be benefit-

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

responsive. The Plan sponsor is responsible for making this determination; and (v) transfers to a competing fund are subject to a 90-day equity wash; however, short-term administrative restrictions such as an equity wash do not necessarily affect either contract's categorization as benefit-responsive.

The key factors that impact the crediting rate under the group annuity contract are the timing and magnitude of the cash flows in and out of the accounts as well as prevailing market rates on fixed income assets available for investment by the accounts. The interest crediting rate for the Interest Account is reset semi-annually. The interest crediting rate reflects the book yield on accounts, adjusted to reflect amortization of any realized gains and losses. The minimum crediting rating for each account is zero. The crediting interest rate for the Interest Account was approximately 2.80% and 2.90%, at December 31, 2013 and 2012, respectively.

9. FEDERAL INCOME TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated July 13, 2004 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (the "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 plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2010.

10. RISKS AND UNCERTAINTIES

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

11. RELATED PARTY TRANSACTIONS

The Plan reimburses certain administrative expenses to the Company. During 2013, the Plan paid \$68,811 of administrative expenses to an affiliate of New York Life Trust Company. Certain Plan investments are shares of funds managed by New York Life Trust Company, the trustee of the Plan. Therefore, these transactions qualify as party-in-interest transactions.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

12. SERVICE CREDIT ACCOUNT

The Plan has a service agreement with New York Life Trust Company to pay for administrative fees incurred by the Plan. Through this agreement, New York Life Trust Company earns fees through the Plan's investments in various funds. If the total fees earned by New York Life Trust Company through the various funds exceed a stated dollar amount, the excess is deposited into a Service Credit Account maintained by the Plan. The funds in the account may be utilized to pay for qualified plan expenses, reduce employer contributions or may be allocated to participant accounts on a pro-rata basis. During 2013 and 2012, deposits to the service credit account totaled \$186,398 and \$125,000, respectively. As of December 31, 2013 and 2012, the funds in the Service Credit Account totaled \$114,587 and \$62,771, respectively.

13. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2013</u>	<u>2012</u>
Net assets available for benefits per the financial statements	\$ 132,400,681	\$ 118,947,283
Less: receivables not reflected on Form 5500		
Employer contributions	-	(29,564)
Participants' contributions	(53,126)	(53,039)
Less: cumulative deemed distributions	(98,737)	(108,805)
Less: payables not reflected on financial statements	<u>-</u>	<u>(17,000)</u>
Net assets available for benefits per the Form 5500, Schedule H	<u>\$ 132,248,818</u>	<u>\$ 118,738,875</u>

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500:

Net increase in net assets available for benefits per the financial statements	\$ 13,453,398
Less: Employer contributions	29,564
Less: Participants' contributions	(87)
Less: Transfers into plan	-
Add: Change in cumulative deemed distributions	<u>27,068</u>
Net increase in net assets available for benefits per the Form 5500, Schedule H	<u>\$ 13,509,943</u>

Supplementary Information

WORLD KITCHEN RETIREMENT INCOME PLAN

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2013 EIN 16-1403318, Plan No. 005

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost (1)	Current Value
	Aberdeen Global High Income A	Mutual fund		\$ 621,551
	Oppenheimer International Bond Fund (A)	Mutual fund		301,882
	PIMCO Real Return Institutional	Mutual fund		2,049,744
	PIMCO Total Return Institutional	Mutual fund		4,071,417
	Vanguard Total Bond Market (Signal)	Mutual fund		434,660
	T Rowe Price Retirement Income	Mutual fund		831,804
	T Rowe Price Retirement 2015	Mutual fund		1,440,699
	T Rowe Price Retirement 2025	Mutual fund		5,050,346
	T Rowe Price Retirement 2035	Mutual fund		5,134,180
	T Rowe Price Retirement 2045	Mutual fund		5,421,990
	T Rowe Price Retirement 2055	Mutual fund		565,212
	Dodge & Cox Stock Fund	Mutual fund		8,286,531
*	NYL Guaranteed Interest Account	Guaranteed investment contract		40,568,573
*	Mainstay Balanced Fund I	Mutual fund		3,948,206
	Vanguard 500 Index (Signal)	Mutual fund		10,395,299
	Third Avenue Real Estate Value Institutional	Mutual fund		2,056,485
	American Century Small Cap Value	Mutual fund		3,187,528
	Artisan Mid Cap Fund	Mutual fund		7,331,395
	Baron Growth Fund	Mutual fund		2,904,467
	JP Morgan Mid Cap Value Fund A	Mutual fund		3,437,783
	T Rowe Price Growth Stock Fund	Mutual fund		9,472,974
	Vanguard Mid Cap Index (Signal)	Mutual fund		433,772
	Vanguard Small Cap Index (Signal)	Mutual fund		651,335
	American EuroPacific Growth R5	Mutual fund		4,937,030
	Oppenheimer Developing Markets Fund A	Mutual fund		4,963,145
	Vanguard Total International Stock Index Signal	Mutual fund		542,948
*	Participant loans	Interest at 3.25%, maturing at various dates, secured by participant account balance		3,306,599
	Total assets (held at end of year)			\$ 132,347,555

(1) Cost information is not required for participant-directed investments and, therefore, not included.

* Party-in-interest

World Kitchen Retirement Income Plan

Financial Statements as of December 31, 2013 and 2012
and for the Year Ended December 31, 2013,
Supplementary Schedule as of December 31, 2013 and
Independent Auditor's Report

WORLD KITCHEN RETIREMENT INCOME PLAN

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All other Schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Independent Auditor's Report

To the Plan Administrator
World Kitchen Retirement Income Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of World Kitchen Retirement Income Plan (the "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 Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by New York Life Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the year ended December 31, 2013, 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 schedule as of December 31, 2013 is required by the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in cursive script that reads "CohnReznick LLP".

Chicago, Illinois
October 7, 2014

WORLD KITCHEN RETIREMENT INCOME 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:		
Participant directed investments	\$ 128,974,315	\$ 116,591,354
Guaranteed interest account, unallocated funds	<u>66,605</u>	<u>66,282</u>
Total investments	<u>129,040,920</u>	<u>116,657,636</u>
Receivables:		
Employer contributions	-	29,564
Participants' contributions	53,126	53,039
Notes receivable from participants	<u>3,306,599</u>	<u>3,201,229</u>
Total receivables	<u>3,359,725</u>	<u>3,283,832</u>
Total assets	<u>132,400,645</u>	<u>119,941,468</u>
Net assets available for benefits, at fair value	132,400,645	119,941,468
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>36</u>	<u>(994,185)</u>
Net assets available for benefits	<u>\$ 132,400,681</u>	<u>\$ 118,947,283</u>

See notes to financial statements

WORLD KITCHEN RETIREMENT INCOME PLAN

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2013**

Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 16,979,267
Interest	874,847
Dividends	<u>922,270</u>
Total investment income	<u>18,776,384</u>
Interest income on notes receivable from participants	<u>109,733</u>
Contributions:	
Employer contributions	3,249,706
Participants' contributions	7,065,526
Rollover deposits	283,565
Other contributions	<u>194,422</u>
Total contributions	<u>10,793,219</u>
Total additions	<u>29,679,336</u>
Deductions:	
Benefits paid to participants and beneficiaries	16,077,885
Administrative expenses	<u>148,053</u>
Total deductions	<u>16,225,938</u>
Increase in net assets	13,453,398
Net assets available for benefits - Beginning of year	<u>118,947,283</u>
Net assets available for benefits - End of year	<u><u>\$ 132,400,681</u></u>

See notes to financial statements

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

1. DESCRIPTION OF THE PLAN

The following brief description of the World Kitchen Retirement Income Plan (the “Plan”), sponsored by WKI Holding Company, Inc (the “Company”), is provided for general information purposes only. Participants should refer to the Plan document for a more complete description at the Plan’s provisions.

General—The Plan is a tax qualified defined contribution plan subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). The Board of Directors is responsible for oversight of the Plan. The Benefits Committee determines the appropriateness of the Plan’s investment offerings, monitors investment performance and reports to the Plan’s Board of Directors.

Eligibility—All U.S. non-union and union employees are immediately eligible to contribute to the Plan, provided they are a regular employee 18 years of age or older. Non-union employees not normally expected to work more than 1,000 hours in a year are eligible to participate upon the earlier of the completion of 1,000 hours within the first 12 months of employment or upon completing 1,000 hours in any Plan year following.

Vesting—Participants are fully vested in their account for funds attributable to their own contributions, rollover accounts, and accounts transferred from other plans, plus actual earnings thereon.

Union participants at the Greencastle facility, Pressware facility and union participants at the Charleroi facility hired on or after July 22, 2006 are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	25%
24 but less than 36	50%
36 but less than 48	75%
48 or more	100%

Union participants at the Charleroi facility hired before July 22, 2006 are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	20%
24 but less than 36	40%
36 but less than 48	60%
48 but less than 60	80%
60 months or more	100%

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Effective July 1, 2008, union participants at the Monee facility are vested in their employer contribution account as follows:

Months of Vesting Service	Percent Vested
Less than 12	0%
12 but less than 24	25%
24 but less than 36	50%
36 but less than 48	75%
48 or more	100%

Effective October 1, 2007, participants not covered by a collective bargaining agreement are subject to the following vesting schedule:

Years of Vesting Service	Percent Vested
Less than 1 year	0%
1 year but less than 2 years	50%
2 years or more	100%

All participants are 100% vested in their employer contribution accounts, regardless of years of vesting service if any of the following events occur while they are actively employed by the Company: attainment of normal retirement age, death, permanent disability, or termination of the Plan.

Forfeitures—Nonvested amounts are forfeited during the Plan year in which a participant terminates employment and are used to reduce Company contributions or pay Plan administrative expenses. At December 31, 2013 and 2012, forfeited nonvested accounts totaled \$66,605 and \$66,282, respectively. During 2013, the total amount of forfeitures that occurred during the year was \$143,686. During 2013, the amount of forfeitures used to reduce Company contributions was \$145,913.

Participant Accounts—Individual accounts are maintained for each Plan participant. Each participant account is credited with the participant's contribution, required Company contributions, qualified rollover monies, and allocation of the Plan earnings and losses. Participant accounts are charged with an allocation of administration expenses paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investments—Participants direct the investment of their contributions into various investment options offered by the Plan. In the event a participant fails to make an investment election with respect to all or any portion of his account subject to his investment direction, the trustee shall invest all or such portion of his account in the investment fund to be designated by the administrator. The Plan currently offers twenty-six investment options for participants.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Payment of Benefits—Upon retirement, death, total and permanent disability (as defined by the Plan), or termination of employment, the participant's benefit is generally paid in a lump sum or in two or more partial payments of at least \$1,000, provided, however, that the final such payment may consist of the participant's entire remaining account balance, if less than \$1,000. A small group of participants are eligible for a group annuity option form of distributions. Under certain circumstances, a participant may withdraw a portion of the account balance during employment with the Company.

Hardship Withdrawals—In the case of a financial hardship, a participant may receive a distribution not to exceed the lesser of the vested value of their account or the amount necessary to satisfy the financial hardship.

Notes Receivable from Participants—Participants may borrow from their fund accounts up to a maximum of \$50,000 or 50% of their vested account balance, whichever is less. The loans are secured by the balance in the participant's account and bear interest equal to the "Prime Rate" (as reported in *The Wall Street Journal* on the date the loan is initiated). Participant loans shall be treated as segregated investments, and interest repayments shall be credited only to the Participant's Account.

Contributions—Eligible union participants are automatically enrolled to contribute 5% of eligible compensation per payroll period if an affirmative contribution election was not made in the time prescribed by the Plan Administrator. Greencastle Union employees are automatically enrolled to contribute 7%. Eligible non-union participants are automatically enrolled to contribute 6% of eligible compensation per payroll period if an affirmative contribution election was not made in the time prescribed by the Plan Administrator. Employees may contribute up to 50% of eligible compensation on a combined pre- and post-tax basis, subject to IRS limits. Participants may elect to invest their contributions or exchange funds among alternative investment options.

The Company is required to make various contributions based upon collective bargaining agreements and/or Plan eligibility for such contributions. Company contributions may include:

Employer Matching Contributions: equal to a percentage of elective deferrals made by certain eligible union and non-union employees during the Plan year. The amount of matching contribution varies by union and non-union status.

Employer Performance Contributions: based upon the Company meeting certain financial goals, are discretionary for non-union participants and certain union participants. The Company made performance contributions of \$142,032 and \$137,358 for the years ended December 31, 2013 and 2012, respectively.

2. SIGNIFICANT ACCOUNTING POLICIES

The following are the significant accounting policies followed by the Plan.

Basis of Accounting—The accompanying financial statements have been prepared on the accrual basis of accounting.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Use of Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amount of net assets available for benefits and changes therein. Actual results could differ from those estimates.

Valuation of Investments—Investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

The Plan's investments in the NYL Guaranteed Interest Account are presented at fair value in the statements of net assets available for benefits and the amount representing the difference between fair value and contract value of these investments is presented on the face of the statements of net assets available for benefits. The statement of changes in net assets available for benefits is prepared on a contract value basis.

Notes Receivable from Participants—Participant loans are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the Plan document.

Payment of Benefits—Benefit payments to participants are recorded upon distribution.

Administrative Expenses—The Plan stipulates that administrative expenses may be paid by either the Plan or the Company. Forfeitures may also be used to cover administrative expenses.

Subsequent Events—The Plan has evaluated subsequent events through October 7, 2014, the date the financial statements were available to be issued.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

3. INVESTMENTS

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

	December 31, 2013	December 31, 2012
NYL Guaranteed Interest Account, at contract value (fair value \$40,568,537 and \$43,027,729, respectively)	\$ 40,568,573	\$ 42,033,545
Investments at fair value:		
Mainstay S&P 500 Index Fund I	- *	7,435,180
T Rowe Price Growth Stock Fund	9,472,974	8,372,445
Dodge & Cox Stock Fund	8,286,531	6,854,444
Vanguard 500 Index Fund	10,395,299	- *
Artisan Mid Cap Fund	7,331,395	5,920,356

* Investment represents less than 5% of the Plan's net assets.

During 2013, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by \$16,979,267 as follows:

Mutual funds	\$ 16,979,211
Guaranteed interest account	56
Total	<u>\$ 16,979,267</u>

4. FAIR VALUE MEASUREMENTS

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

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

Level 2: Inputs to the valuation methodology include:

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

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

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

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

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

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

Guaranteed investment contract: Guaranteed investment contracts are valued at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer (see Note 8). Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only. In determining the reasonableness of the methodology, the Investment Committee evaluates a variety of factors including review of existing contracts, economic conditions, industry and market developments, and overall credit ratings. Certain unobservable inputs are assessed through review of contract terms (for example, duration or payout date) while others are substantiated utilizing available market data (for example, swap curve rate).

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

	Assets at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
High yield	\$ 621,551	\$ -	\$ -	\$ 621,551
Fixed income funds	301,882	-	-	301,882
Inflation protected	2,049,744	-	-	2,049,744
Intermediate term	4,506,077	-	-	4,506,077
Retirement income	831,804	-	-	831,804
Target date	17,612,427	-	-	17,612,427
Large value	8,286,531	-	-	8,286,531
Large growth	9,472,974	-	-	9,472,974
Large blend	10,938,247	-	-	10,938,247
Foreign large blend	4,937,030	-	-	4,937,030
Mid cap growth	10,235,862	-	-	10,235,862
Mid cap value	3,437,783	-	-	3,437,783
Mid cap blend	433,772	-	-	433,772
Moderate allocation	3,948,206	-	-	3,948,206
Small blend	651,335	-	-	651,335
Small value	3,187,528	-	-	3,187,528
Global real estate	2,056,485	-	-	2,056,485
Diversified emerging markets	4,963,145	-	-	4,963,145
Total mutual funds	88,472,383	-	-	88,472,383
Guaranteed investment contract	-	-	40,568,537	40,568,537
Total assets at fair value	\$ 88,472,383	\$ -	\$ 40,568,537	\$ 129,040,920

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

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

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
High yield	\$ 808,309	\$ -	\$ -	\$ 808,309
Fixed income funds	465,659	-	-	465,659
Inflation protected	2,902,680	-	-	2,902,680
Intermediate term	5,294,009	-	-	5,294,009
Retirement income	587,355	-	-	587,355
Target date	12,202,931	-	-	12,202,931
Large value	6,854,444	-	-	6,854,444
Large growth	8,372,445	-	-	8,372,445
Large blend	7,435,180	-	-	7,435,180
Foreign large blend	4,642,899	-	-	4,642,899
Mid cap growth	8,263,602	-	-	8,263,602
Mid cap value	2,104,579	-	-	2,104,579
Moderate allocation	3,549,774	-	-	3,549,774
Small value	2,653,285	-	-	2,653,285
Global real estate	2,142,701	-	-	2,142,701
Diversified emerging markets	5,350,055	-	-	5,350,055
Total mutual funds	73,629,907	-	-	73,629,907
Guaranteed investment contract	-	-	43,027,729	43,027,729
Total assets at fair value	\$ 73,629,907	\$ -	\$ 43,027,729	\$ 116,657,636

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2013:

	Guaranteed Investment Contract
Balance, beginning of year	\$ 43,027,729
Interest income	874,847
Unrealized gains (or net gains) relating to instruments still held at the reporting date	(994,129)
Purchases	12,871,142
Sales	(15,211,016)
Balance, end of year	<u>\$ 40,568,573</u>
The amount of total gains for the period attributable to the change in unrealized gains relating to assets still held at the reporting date	<u>\$ 36</u>

Unrealized gains from the guaranteed investment contract are not included in the statements of changes in net assets available for benefits as the contract is recorded at contract value for purpose of the net assets available for benefits.

Quantitative information about significant unobservable inputs used in Level 3 fair value measurements

The following table represents the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments, and the significant unobservable inputs and the ranges of values for those inputs:

Instrument	Fair Value	Principal Valuation Technique	Unobservable Inputs	Significant Input Values
Guaranteed investment contract	\$ 40,568,537	Discounted cash flow	Contract interest rate (gross) New issue rate (gross) Duration (Years) Market Value Adjustment (MVA) Factor	2.80% 2.35% 4.70 1.02

5. AMENDMENTS

Effective January 1, 2012, the Plan was amended to merge the defined contribution plan of Snapware Corporation 401(k) Profit Sharing Plan ("Snapware") acquired by the Company into the Plan. Any participant whose account consists of amounts transferred from Snapware shall be credited with any "Years of Service" earned under Snapware. All participants of Snapware shall be eligible to participate in the Plan on January 1, 2012.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

Effective November 1, 2012, a participant may continue to make loan repayments if a participant terminates employment. The participant must not be covered by a collective bargaining agreement or a collective bargaining agreement that permits post-termination loan repayments.

6. PLAN TERMINATION

Although the Company has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

7. CERTIFIED INVESTMENTS

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Investments held at December 31, 2013 and 2012, and investment income for the year ended December 31, 2013, that is disclosed in the accompanying financial statements and supplemental schedule, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee of the Plan.

8. INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan invests in the NYL Guaranteed Interest Account (the "Interest Account"). The Interest Account is made available to participating plans through a group annuity contract issued to the Plans' trustee. The contract is designed to be an "investment contract" as that term is defined in Accounting Standard Guidance.

The assets in the Interest Account are invested primarily in fixed income securities, which are owned by New York Life. However, the assets in this account are maintained solely for the benefit of the contract holder participating in the account and are not chargeable with any other liabilities arising out of any other business of New York Life. The assets are not marked-to-market to reflect changes in interest rate. Instead, they are valued on an amortized cost basis in accordance with Section 4240(a)(10) of the New York State Insurance Law.

The Interest Account is fully benefit-responsive according to Accounting Standard Guidance as (i) the group annuity contract is generally issued to the trustees of each participating plan and the participating plan sponsor is provided with a copy of the contract and signs a certification form indicating that they have read and accepted the terms of the contract (which is not assignable); (ii) interest is accrued daily and credited monthly to the account and reflects the investment experience of the account. Such interest is guaranteed by New York Life to be no less than 1%, after any deduction for expenses; (iii) the contract provides that withdrawals for benefit payments as permitted by the Plan at contract value. At contract termination, a participating plan may receive a contract value distribution of the Plan's interest in the respective accounts, provided the Plan sponsor provides 12 months' advance notice to New York Life; (iv) certain distributions may be subject to a market value adjustment. An event that limits the Plan's ability to transact at contract value with participants in the Plan must be probable of not occurring for the contract to be benefit-

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

responsive. The Plan sponsor is responsible for making this determination; and (v) transfers to a competing fund are subject to a 90-day equity wash; however, short-term administrative restrictions such as an equity wash do not necessarily affect either contract's categorization as benefit-responsive.

The key factors that impact the crediting rate under the group annuity contract are the timing and magnitude of the cash flows in and out of the accounts as well as prevailing market rates on fixed income assets available for investment by the accounts. The interest crediting rate for the Interest Account is reset semi-annually. The interest crediting rate reflects the book yield on accounts, adjusted to reflect amortization of any realized gains and losses. The minimum crediting rating for each account is zero. The crediting interest rate for the Interest Account was approximately 2.80% and 2.90%, at December 31, 2013 and 2012, respectively.

9. FEDERAL INCOME TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated July 13, 2004 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (the "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 plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2010.

10. RISKS AND UNCERTAINTIES

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

11. RELATED PARTY TRANSACTIONS

The Plan reimburses certain administrative expenses to the Company. During 2013, the Plan paid \$68,811 of administrative expenses to an affiliate of New York Life Trust Company. Certain Plan investments are shares of funds managed by New York Life Trust Company, the trustee of the Plan. Therefore, these transactions qualify as party-in-interest transactions.

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

12. SERVICE CREDIT ACCOUNT

The Plan has a service agreement with New York Life Trust Company to pay for administrative fees incurred by the Plan. Through this agreement, New York Life Trust Company earns fees through the Plan's investments in various funds. If the total fees earned by New York Life Trust Company through the various funds exceed a stated dollar amount, the excess is deposited into a Service Credit Account maintained by the Plan. The funds in the account may be utilized to pay for qualified plan expenses, reduce employer contributions or may be allocated to participant accounts on a pro-rata basis. During 2013 and 2012, deposits to the service credit account totaled \$186,398 and \$125,000, respectively. As of December 31, 2013 and 2012, the funds in the Service Credit Account totaled \$114,587 and \$62,771, respectively.

13. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	<u>2013</u>	<u>2012</u>
Net assets available for benefits per the financial statements	\$ 132,400,681	\$ 118,947,283
Less: receivables not reflected on Form 5500		
Employer contributions	-	(29,564)
Participants' contributions	(53,126)	(53,039)
Less: cumulative deemed distributions	(98,737)	(108,805)
Less: payables not reflected on financial statements	<u>-</u>	<u>(17,000)</u>
Net assets available for benefits per the Form 5500, Schedule H	<u>\$ 132,248,818</u>	<u>\$ 118,738,875</u>

WORLD KITCHEN RETIREMENT INCOME PLAN

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2013

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500:

Net increase in net assets available for benefits per the financial statements	\$ 13,453,398
Less: Employer contributions	29,564
Less: Participants' contributions	(87)
Less: Transfers into plan	-
Add: Change in cumulative deemed distributions	<u>27,068</u>
Net increase in net assets available for benefits per the Form 5500, Schedule H	<u><u>\$ 13,509,943</u></u>

Supplementary Information

WORLD KITCHEN RETIREMENT INCOME PLAN

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2013 EIN 16-1403318, Plan No. 005

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost (1)	Current Value
	Aberdeen Global High Income A	Mutual fund		\$ 621,551
	Oppenheimer International Bond Fund (A)	Mutual fund		301,882
	PIMCO Real Return Institutional	Mutual fund		2,049,744
	PIMCO Total Return Institutional	Mutual fund		4,071,417
	Vanguard Total Bond Market (Signal)	Mutual fund		434,660
	T Rowe Price Retirement Income	Mutual fund		831,804
	T Rowe Price Retirement 2015	Mutual fund		1,440,699
	T Rowe Price Retirement 2025	Mutual fund		5,050,346
	T Rowe Price Retirement 2035	Mutual fund		5,134,180
	T Rowe Price Retirement 2045	Mutual fund		5,421,990
	T Rowe Price Retirement 2055	Mutual fund		565,212
	Dodge & Cox Stock Fund	Mutual fund		8,286,531
*	NYL Guaranteed Interest Account	Guaranteed investment contract		40,568,573
*	Mainstay Balanced Fund I	Mutual fund		3,948,206
	Vanguard 500 Index (Signal)	Mutual fund		10,395,299
	Third Avenue Real Estate Value Institutional	Mutual fund		2,056,485
	American Century Small Cap Value	Mutual fund		3,187,528
	Artisan Mid Cap Fund	Mutual fund		7,331,395
	Baron Growth Fund	Mutual fund		2,904,467
	JP Morgan Mid Cap Value Fund A	Mutual fund		3,437,783
	T Rowe Price Growth Stock Fund	Mutual fund		9,472,974
	Vanguard Mid Cap Index (Signal)	Mutual fund		433,772
	Vanguard Small Cap Index (Signal)	Mutual fund		651,335
	American EuroPacific Growth R5	Mutual fund		4,937,030
	Oppenheimer Developing Markets Fund A	Mutual fund		4,963,145
	Vanguard Total International Stock Index Signal	Mutual fund		542,948
*	Participant loans	Interest at 3.25%, maturing at various dates, secured by participant account balance		3,306,599
	Total assets (held at end of year)			\$ 132,347,555

(1) Cost information is not required for participant-directed investments and, therefore, not included.

* Party-in-interest