Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 03/01/1966

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

MARITZ HOLDINGS INC.

RICHARD RAMOS

TAX DEPARTMENT
1375 NORTH HIGHWAY DRIVE
FENTON, MO 63099

TAX DEPARTMENT
1375 NORTH HIGHWAY DRIVE
FENTON, MO 63099

2b Employer Identification Number (EIN)
43-0393480

2c Sponsor's telephone number
636-827-1493

2d Business code (see instructions)
551112

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	RICHARD RAMOS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2014	JOHN RISBERG
	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

MARITZ HOLDINGS INC
RICHARD RAMOS
1375 NORTH HIGHWAY DRIVE
FENTON, MO 63099

3b Administrator's EIN: 43-0393480

3c Administrator's telephone number: 636-827-1493

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	4199
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**	1625
b	Retired or separated participants receiving benefits	**6b**	1120
c	Other retired or separated participants entitled to future benefits	**6c**	1193
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	3938
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	3938
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	9
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
1A 1C

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)	☐	0	**A** (Insurance Information)
(4)	☒		**C** (Service Provider Information)
(5)	☒		**D** (DFE/Participating Plan Information)
(6)	☐		**G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
43-0393480

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1	Enter the valuation date: Month 01 Day 01 Year 2013			
2	Assets:			
	a Market value	**2a**		133993206
	b Actuarial value	**2b**		134162462
3	Funding target/participant count breakdown:		**(1)** Number of participants	**(2)** Funding Target
	a For retired participants and beneficiaries receiving payment	**3a**	1116	79794829
	b For terminated vested participants	**3b**	1249	16914400
	c For active participants:			
	(1) Non-vested benefits	**3c(1)**		42214433
	(2) Vested benefits	**3c(2)**		0
	(3) Total active	**3c(3)**	1834	42214433
	d Total	**3d**	4199	138923662
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]			
	a Funding target disregarding prescribed at-risk assumptions	**4a**		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**		
5	Effective interest rate	**5**		6.50 %
6	Target normal cost	**6**		400000

Statement by Enrolled Actuary

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

SIGN HERE

Signature of actuary	10/01/2014 Date
JASON R. BENBOW Type or print name of actuary	14-07392 Most recent enrollment number
TOWERS WATSON DELAWARE INC. Firm name	314-719-5842 Telephone number (including area code)
101 S. HANLEY ROAD ST. LOUIS, MO 63105 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	4422770
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	3539312
9	Amount remaining (line 7 minus line 8)	0	883458
10	Interest on line 9 using prior year's actual return of 10.64 %	0	94000
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		5233855
	b Interest on (a) using prior year's effective interest rate of 6.87 % except as otherwise provided (see instructions)		492998
	c Total available at beginning of current plan year to add to prefunding balance		5726853
	d Portion of (c) to be added to prefunding balance		5726853
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	6704311

Part III Funding Percentages

14	Funding target attainment percentage	14	91.74 %
15	Adjusted funding target attainment percentage	15	91.74 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	94.11 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2013	1000000	0			
07/15/2013	1000000	0			
			Totals ► 18(b)	2000000	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	1948605

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

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

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

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	
5.23%	6.51%	7.16 %	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	4
22 Weighted average retirement age	**22**	62

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	**27**	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	**28**	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	**29**	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	**30**	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	**31a**	400000
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	11465511	4599983
b Waiver amortization installment		

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	**33**	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	**34**	4999983

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	3051378	3051378

36 Additional cash requirement (line 34 minus line 35)	**36**	1948605
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	1948605

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	**38a**	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	**42**	
43 Excess installment acceleration amount to be carried over to future plan years	**43**	

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

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

A Name of plan
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
MARITZ HOLDINGS INC.

D Employer Identification Number (EIN)
43-0393480

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

GRAYSTONE CONSULTING

26-4310844

(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?
17	NONE	239637	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

NORTHERN TRUST COMPANY

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 19 25 28 33 50 51 62 68 71	NONE	124371	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

RYAN LABS

13-3451974

(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?
51	NONE	81037	Yes [ ] No [X]	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)

TOWERS WATSON DELAWARE, INC

53-0181291

(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?
51	NONE	61667	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

WESTFIELD CAPITAL MANAGEMENT CO

80-0175963

(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?
51	NONE	43470	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

ISS/230/BLACKROCK

20-5319476

(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?
51	NONE	35617	Yes [ ] No [X]	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)

APEX CAPITAL MANAGEMENT

31-1198068

(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?
51	NONE	30605	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

ADVISORY RESEARCH INC

36-2831881

(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?
51	NONE	28738	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

BUSH O'DONNELL INVESTMENT ADVISORS

43-1696112

(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?
51	NONE	14574	Yes [ ] No [X]	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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2013

This Form is Open to Public Inspection.

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

A Name of plan
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
MARITZ HOLDINGS INC.

D Employer Identification Number (EIN)
43-0393480

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

a Name of MTIA, CCT, PSA, or 103-12 IE: COLTV SHORT TERM INVEST FD

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
43-6138589-084	C	2176531

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

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

A Name of plan
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
MARITZ HOLDINGS INC.

D Employer Identification Number (EIN)
43-0393480

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	2398532	1072744
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)	6296830	7155843
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	25154689	24330684
(B) All other	1c(3)(B)	9547988	7732777
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	2557590	3082275
(B) Common	1c(4)(B)	19415171	23423917
(5) Partnership/joint venture interests	1c(5)	1964721	1384004
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	2313963	2176531
(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)	2043	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	22396501	32980672
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	37151265	32368444

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(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	129199293	135707891
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	121556	72831
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	121556	72831
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	129077737	135635060

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)	8300000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		8300000
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)	54911	
(C) Corporate debt instruments	2b(1)(C)	1324052	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	22950	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1401913
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	145549	
(B) Common stock	2b(2)(B)	401645	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	487196	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1034390
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	39308655	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	43193169	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-3884514
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	11380527	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		11380527

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		10308
(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)		2460039
c Other income	2c		200624
d Total income. Add all **income** amounts in column (b) and enter total	2d		20903287
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	13308239	
(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)		13308239
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	558019	
(4) Other	2i(4)	479706	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1037725
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		14345964
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		6557323
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)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

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

(1) Name: BROWN SMITH WALLACE LLC **(2)** EIN: 43-1001367

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		5000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g	X		1384004
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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
MARITZ HOLDINGS INC. RETIREMENT PLAN FORMERLY MARITZ INC. RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
MARITZ HOLDINGS INC.

D Employer Identification Number (EIN)
43-0393480

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): 43-1291655 25-1871448

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** 225

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: 100.0%

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):

MARITZ HOLDINGS INC. RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE
WITH
INDEPENDENT AUDITOR'S REPORT

DECEMBER 31, 2013

MARITZ HOLDINGS INC. RETIREMENT PLAN

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* The other schedules required by Department of Labor regulations are omitted because of the absence of conditions under which they are required.

BROWN SMITH WALLACE LLC
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A MEASURABLE DIFFERENCE™

Independent Auditor's Report

To the Participants of and the Administrative Committee
Maritz Holdings, Inc. Retirement Plan
St Louis, Missouri

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Maritz Holdings Inc. Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, the related statements of changes in net assets available for benefits for the years then ended, the statement of accumulated benefits as of December 31, 2012, and statement of changes in accumulated benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes 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 8, which was certified by The Northern Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplemental Schedule of Assets (Held at End of Year), which is the responsibility of Plan management, is required by the Department of Labor's 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 the supplemental schedule referred to above.

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

The form and content of the information included in the financial statements and supplemental 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.

St. Louis, Missouri
October 8, 2014

MARITZ HOLDINGS INC. RETIREMENT PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

(See Independent Auditor's Report)

	2013	2012
Assets:		
Investments, at fair value:		
Corporate stocks	$ 26,506,192	$ 21,972,761
Corporate bonds	32,063,461	34,702,677
Mutual and collective funds	35,157,203	24,710,464
U.S. government obligations	7,155,843	6,296,830
Hedge funds, limited partnerships and other	33,752,448	39,118,029
Total investments, at fair value	134,635,147	126,800,761
Receivables:		
Interest and dividends	396,857	427,392
Receivable for securities sold	6,878	1,300,306
Total Receivables	403,735	1,727,698
Prepaid benefit payments	669,009	670,834
Total assets	135,707,891	129,199,293
Liabilities:		
Payable for securities purchased	72,831	121,556
Total liabilities	72,831	121,556
Net assets available for benefits	$ 135,635,060	$ 129,077,737

See accompanying notes to financial statements.

MARITZ HOLDINGS INC. RETIREMENT PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2013 and 2012

(See Independent Auditor's Report)

	2013	2012
Additions:		
Employer cash contributions	$ 8,300,000	$ -
Net realized and unrealized appreciation of current value of investments	9,956,052	11,499,289
Interest and dividends	2,541,983	2,778,079
Other Income	105,252	-
Total additions	20,903,287	14,277,368
Deductions:		
Benefit payments to retired and terminated participants	13,308,239	21,966,653
Administrative expenses and other	1,037,725	1,183,061
Total deductions	14,345,964	23,149,714
Change in net assets available for benefits	6,557,323	(8,872,346)
Net assets available for benefits:		
Beginning of year	129,077,737	137,950,083
End of year	$ 135,635,060	$ 129,077,737

MARITZ HOLDINGS INC. RETIREMENT PLAN

Statement of Accumulated Benefits

December 31, 2012

(See Independent Auditor's Report)

	2012
Actuarial present value of accumulated benefits:	
Vested benefits:	
Retired participants receiving benefits	$ 97,961,398
Other participants	77,119,093
Total vested benefits	175,080,491
Nonvested benefits:	1,537,660
Total actuarial present value of accumulated benefits	$ 176,618,151

See accompanying notes to financial statements.

MARITZ HOLDINGS INC. RETIREMENT PLAN

Statement of Changes in Accumulated Benefits

Year Ended December 31, 2012

(See Independent Auditor's Report)

	2012
Actuarial present value of accumulated benefits - beginning of year	$ 182,252,976
Increase (decrease) during year attributable to:	
Actuarial gains	(1,261,324)
Increase for interest resulting from decrease in discount period	7,533,849
Benefits paid	(21,966,653)
Changes in actuarial assumptions	10,059,303
Net decrease	(5,634,825)
Actuarial present value of accumulated benefits – end of year	$ 176,618,151

See accompanying notes to financial statements.

MARITZ HOLDINGS INC. RETIREMENT PLAN

Notes to Financial Statements
December 31, 2013 and 2012
(See Independent Auditor's Report)

(1) The Plan

The following description of the Maritz Holdings Inc. Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a complete description of the Plan's provisions.

The Plan, established March 1, 1966, restated in 2005 and periodically amended, is a noncontributory defined benefit pension plan established for qualified full time and part time employees of Maritz Holdings Inc. and its domestic subsidiaries (the Company). Employees are a participant in the Plan if they participated in the prior retirement plan and were an active employee on January 1, 1996. Otherwise, employees are eligible after completing 1,000 hours in the first 12 months of employment, if attained by April 30, 2007.

Effective May 1, 2007, the cash balance retirement plan was amended to freeze benefit accruals previously earned under the cash balance formula. Each employee's existing cash balance under both plans will continue to earn interest at a variable annual rate. At retirement, employees may elect to receive their pension benefit as a lump sum or as an annuity.

The Plan is a cash balance plan where benefits are expressed as an account balance that grows with interest credits for each year a participant completes 1,000 hours of service. Interest credits are equal to the lesser of the average yield on one-year treasuries or the average yield on 30 year treasuries for the month of October of the previous Plan year (with a maximum of 8% and a minimum of 4%).

Participants choosing to retire after age 65 may defer receiving their pension benefits and continue to earn interest credits. The Plan also allows early retirement for those vested participants having reached age 55. This benefit will be calculated in the same manner as normal retirement age based on the participant's accrued benefit at the early retirement date.

The Company's funding policy is to make annual contributions to the Plan in amounts, based on actuarial calculations, designed to fund current service costs annually and to fund prior service costs over a 25-year period. The minimum funding requirements of the Employee Retirement Income Security Act of 1974 were met in both 2013 and 2012.

(a) Death Benefits

If a participant has satisfied the requirements for a vested benefit and dies prior to the termination of employment and before commencement of benefits, the designated beneficiary may elect either a lump sum death benefit or to receive payment in the form of an annuity.

(b) Distributions

Participants who leave the Company are entitled to receive his or her vested accrued benefit. Plan benefits vest 100% after three years of credited service.

(1) The Plan (Continued)

(c) Actuarial Assumptions

The actuarial present value of accumulated benefits is presented based on actuarial calculations as of the beginning of the respective Plan years. The more significant assumptions underlying the actuarial valuations as of January 1, 2013 and 2012 are as follows:

	2013	2012
Average rate of return on investments	8% compounded annually	8% compounded annually
Discount rate for benefit obligations	3.80% per year	4.40% per year
Rate of salary increases	N/A	N/A
Life expectancy of participants	IRS 2013 Mortality Table	IRS 2012 Mortality Table
Average retirement age	62 years of age	62 years of age
Normal entry age	Age on birthday nearest valuation date following employment	Age on birthday nearest valuation date following employment

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements of the Plan are presented on the accrual basis of accounting, except benefit payments, which are recorded when paid. Amounts representing discretionary employer contributions are recorded at the time of payment.

(b) Valuation of Investments and Income Recognition

The Plan invests in various investment 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 investments, it is reasonably possible that changes in values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Net appreciation or depreciation in fair value of investments includes both realized and unrealized gains/losses and is based upon comparison to beginning of the year fair values or the value at the date of purchase, if acquired during the year. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

(2) Summary of Significant Accounting Policies (Continued)

(c) Administrative Expenses

Expenses of the Plan, such as audit, actuarial, management, custodial, and consulting fees to the extent allowed by the law, are paid directly by the Plan. All other costs of administering the Plan are paid by the Company.

(d) Use of Estimates

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

(e) Reclassifications

Certain reclassifications have been made to the 2012 financial statements to conform to the 2013 presentation. These reclassifications had no effect on the change in net assets.

(f) Subsequent Events

The Plan has evaluated subsequent events through October 8, 2014, the date the financial statements were available to be issued.

(3) Investments

Investments that represent 5% or more of the Plan's net assets available for benefits at December 31, 2013 and 2012 are as follows:

	2013	2012
Skybridge, 6,379,281 and 6,998,327 shares, respectively	$ 8,893,064	$ 8,391,784
Pointer, 6,916 and 6,915 shares, respectively	8,023,216	6,968,736
Weatherlow, 7,955 shares	*	8,899,167
MFC Vanguard, 73,430 shares	7,043,406	*

*Denotes that the investment did not represent 5% or more of Plan's net assets available for benefits in the respective year.

During the years ended December 31, 2013 and 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

	2013	2012
Corporate stocks	$ 6,451,105	$ 2,180,495
Corporate debt instruments	(2,047,028)	2,332,963
Mutual and collective funds	875,141	3,196,768
Limited partnerships and other	4,676,834	3,789,063
Net appreciation on investments	$ 9,956,052	$ 11,499,289

(4) Fair Value Measurements

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

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.

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's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used at December 31, 2013 and 2012.

Investments are reported at their fair value at the reporting date, as determined by published closing market prices for securities traded on national stock exchanges, closing bond prices for U.S. Government securities and corporate debt instruments, and estimated market values for unlisted securities.

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.

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 SEC. 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.

U.S. government and government agency obligations, mortgage backed obligations, common and preferred stocks and corporate debt: Valued using pricing models maximizing the use of the observable inputs for similar securities.

Hedge funds and limited partnership units: Valued based primarily on audited financial statements provided to the individual fund managers and the Plan. Such market value estimates involve subjective judgments, and the actual market price of the investments can only be determined by negotiation between independent third parties of a sales transaction.

(4) Fair Value Measurements (Continued)

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

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2013, and 2012:

Investments at Fair Value as of December 31, 2013

	Level 1	Level 2	Level 3	Total
Equities				
U.S. Common Stocks	$ 22,476,438	$ -	$ -	$ 22,476,438
Foreign Common Stocks	947,479	-	-	947,479
Preferred Stocks	3,082,275	-	-	3,082,275
Fixed Income				
Government Bonds	-	6,911,411	-	6,911,411
Government Agencies	-	244,432	-	244,432
Mutual Funds	32,980,672	-	-	32,980,672
Corporate Bonds	-	28,891,612	-	28,891,612
Mortgage Backed Securities	-	1,630,576	-	1,630,576
Asset Backed Securities	-	1,541,273	-	1,541,273
Non-Government Backed C.M.O.s	-	-	-	-
Municipal Bonds	-	429,399	-	429,399
Partnerships	-	-	1,384,003	1,384,003
Hedge Funds	-	-	31,939,046	31,939,046
Cash and Cash Equivalents	2,176,531	-	-	2,176,531
	$ 61,663,395	$ 39,648,703	$ 33,323,049	$ 134,635,147

(4) Fair Value Measurements (Continued)

	Investments at Fair Value as of December 31, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
Equities				
U.S. Common Stocks	$ 18,260,109	$ -	$ -	$ 18,260,109
Foreign Common Stocks	1,155,062	-	-	1,155,062
Preferred Stocks	2,557,590	-	-	2,557,590
Fixed Income				
Government Bonds	-	3,931,412	-	3,931,412
Government Agencies	-	2,365,418	-	2,365,418
Mutual Funds	22,396,501	-	-	22,396,501
Corporate Bonds	-	31,621,043	-	31,621,043
Mortgage Backed Securities	-	1,920,732	-	1,920,732
Asset Backed Securities	-	993,797	-	993,797
Non-Government Backed C.M.O.s	-	167,105	-	167,105
Municipal Bonds	-	466,990	-	466,990
Partnerships	-	-	1,966,764	1,966,764
Hedge Funds	-	-	36,684,275	36,684,275
Cash and Cash Equivalents	2,313,963	-	-	2,313,963
	$ 46,683,225	$ 41,466,497	$ 38,651,039	$ 126,800,761

(4) Fair Value Measurements (Continued)

The following table has fair value measurements using significant unobservable inputs (Level 3):

	Hedge Funds	Partnerships	Total
December 31, 2013			
Beginning balance	$ 36,684,275	$ 1,966,764	$ 38,651,039
Realized and unrealized gains (losses)	4,237,612	22,119	4,259,731
Purchases and other acquisitions	-	124,245	124,245
Sales proceeds and other settlements	(8,982,841)	(729,125)	(9,711,966)
	$ 31,939,046	$ 1,384,003	$ 33,323,049
December 31, 2012			
Beginning balance	$ 42,591,912	$ 2,567,788	$ 45,159,700
Realized and unrealized gains (losses)	3,505,759	(338,938)	3,166,821
Purchases and other acquisitions	548,328	100,599	648,927
Sales proceeds and other settlements	(9,961,724)	(362,685)	(10,324,409)
	$ 36,684,275	$ 1,966,764	$ 38,651,039

(5) Tax Status

The Internal Revenue Service has determined and informed the Company, in a letter dated September 27, 2011, that the Plan meets the requirements of Section 401(a) of the IRC and is exempt from Federal income tax under Section 501(a) of the IRC. Although the Plan has since been amended, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Company has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013 and 2012 there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. 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.

(6) Plan Amendment

Effective September 1, 2012, the Plan was amended to implement a lump sum payment option for terminated vested participants. This amendment provided the opportunity for eligible participants to elect an early retirement benefit option during the offer period from October 1, 2012 to November 9, 2012. The early retirement benefit was equal to the unrecorded accrued benefit at age 65, and participants could opt to receive this benefit in a lump sum payment or annuity commencing prior to January 1, 2013. The actuarial present value of accumulated plan benefits presented does not reflect this amendment.

(7) Priorities upon Plan Termination

In the event of termination of the Plan, net assets are to be distributed to eligible participants, as defined, in the following manner:

1) Participants receiving benefits

2) Participants eligible to retire who have not retired

3) All others entitled to benefits under the Plan

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (PBGC) if the Plan terminates. Generally, the PBGC guarantees most vested normal age and early retirement benefits, and certain disability and survivors' pensions. However, the PBGC does not guarantee all types of Plan benefits, and the amount of benefit protection is subject to certain limitations. The statutory ceiling on the amount of an individual's monthly pension benefit that the PBGC guarantee was $4,790 and $4,653 for plan terminations occurring during 2013 and 2012, respectively. Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide these benefits, the priority of those benefits, (as described in the Plan's document), the assets available from the Company, and the level of benefits guaranteed by the PBGC at that time.

(8) Information Certified by Trustee

The following is a summary of the information regarding the Plan, included in the Plan's financial statements and supplemental schedule that was prepared by or derived from information prepared by Northern Trust Company, the trustee of the Plan, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the trustees that such information is complete and accurate.

	December 31	
	2013	**2012**
Assets:		
Investments, at fair value (including the detail components reflected on the statements of net assets available for plan benefits)	$ 134,635,147	$ 126,800,761
Receivables for securities sold	6,878	1,300,306
Interest and dividends receivable	396,857	427,392
Liabilities:		
Payable for securities purchased	72,831	121,556

	December 31	
	2013	**2012**
Investment income:		
Interest and dividends	$ 2,541,983	$ 2,778,079
Net appreciation (depreciation) of current value of investments	9,956,052	11,499,289

(9) Related Party Transactions

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

Supplemental Schedule

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets for Investment Purposes
(Held at End of Year)
December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Private Expt FDG Corp Secd NT Ser BB	U.S. Government Securities	$ 223,468	$ 244,432
	United States Treas BDS BD	U.S. Government Securities	570,113	530,875
	United States Treas BDS	U.S. Government Securities	318,033	316,083
	United States Treas BDS	U.S. Government Securities	253,075	250,259
	United States Treas NTS DTD	U.S. Government Securities	121,652	117,173
	United States Treas NTS DTD	U.S. Government Securities	420,760	416,817
	United States Treas NTS DTD	U.S. Government Securities	227,610	225,005
	United States Treas NTS TNOTE	U.S. Government Securities	751,055	750,644
	United States Treas Sec Stripped Int	U.S. Government Securities	94,087	132,457
	United States Treas Sec Stripped Int	U.S. Government Securities	58,492	84,245
	United States Treas Sec Stripped Int	U.S. Government Securities	56,176	80,674
	United States Treas Sec Stripped Int	U.S. Government Securities	51,678	73,230
	United States Treas Sec Stripped Int	U.S. Government Securities	51,465	72,398
	United States Treas Sec Stripped Int	U.S. Government Securities	95,161	130,174
	United States Treas Sec Stripped Int	U.S. Government Securities	78,950	113,644
	United States Treas Sec Stripped Int	U.S. Government Securities	94,752	133,437
	United States Treas Sec Stripped Int	U.S. Government Securities	93,666	131,896
	United States Treas Sec Stripped Int	U.S. Government Securities	57,734	83,381
	United States Treas Sec Stripped Int	U.S. Government Securities	194,819	230,209
	United States Treas Sec Stripped Int	U.S. Government Securities	89,710	130,459
	United States Treas Sec Stripped Int	U.S. Government Securities	80,085	114,933
	United States Treas Sec Stripped Int	U.S. Government Securities	61,108	88,013
	US Treas Sec Stripped Int Pmt	U.S. Government Securities	53,262	79,702
	US Treas Sec Stripped Int Pmt	U.S. Government Securities	1,251,072	1,649,184
	UTD States Treas	U.S. Government Securities	189,948	190,170
	UTD States Treas	U.S. Government Securities	229,299	229,488
	UTD States Treas	U.S. Government Securities	179,887	180,225
	UTD States Treas	U.S. Government Securities	160,988	160,950
	UTD States Treas	U.S. Government Securities	218,694	215,686
		Total U.S. Government Securities	$ 6,326,799	$ 7,155,843
	Amer Movil SAB DE	Corporate Debt Instruments - Preferred	$ 244,738	$ 247,001
	Amgen Inc	Corporate Debt Instruments - Preferred	414,381	388,552
	AT&T Inc	Corporate Debt Instruments - Preferred	481,395	484,877
	AT&T Inc	Corporate Debt Instruments - Preferred	262,786	249,745
	AT&T Inc	Corporate Debt Instruments - Preferred	199,850	210,566
	Bank Amer Corp	Corporate Debt Instruments - Preferred	228,769	251,397
	Bank Amer Corp	Corporate Debt Instruments - Preferred	222,002	241,371
	Bank Amer Corp Medium Term	Corporate Debt Instruments - Preferred	421,825	441,868
	BARD C R Inc	Corporate Debt Instruments - Preferred	347,640	354,923
	Bear Stearns	Corporate Debt Instruments - Preferred	214,267	221,514
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	424,738	429,667
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	253,276	240,814
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	434,473	451,642
	BHP Billiton FIN	Corporate Debt Instruments - Preferred	347,053	323,074
	BK New York Inc	Corporate Debt Instruments - Preferred	165,589	163,548
	BP Cap Mkts P L C	Corporate Debt Instruments - Preferred	262,345	241,970
	BP Cap Mkts P L C	Corporate Debt Instruments - Preferred	449,370	444,018
	Chevron Corp	Corporate Debt Instruments - Preferred	187,537	187,190
	Cisco Sys Inc	Corporate Debt Instruments - Preferred	134,102	142,856
	Cisco Sys Inc SR NT	Corporate Debt Instruments - Preferred	284,139	280,083
	Citigroup Inc	Corporate Debt Instruments - Preferred	636,724	651,855
	Citigroup Inc	Corporate Debt Instruments - Preferred	229,096	230,542
	Citigroup Inc	Corporate Debt Instruments - Preferred	204,286	252,484
	CMO Comm	Corporate Debt Instruments - Preferred	425,578	396,183
	Coca Cola Co	Corporate Debt Instruments - Preferred	638,123	615,105

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets for Investment Purposes
(Held at End of Year)
December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Comcast Corp	Corporate Debt Instruments - Preferred	272,842	255,453
	Conoco Inc	Corporate Debt Instruments - Preferred	377,057	373,286
	Deere John Cap Corp	Corporate Debt Instruments - Preferred	236,456	233,897
	Ebay Inc	Corporate Debt Instruments - Preferred	446,697	404,680
	EDF S A	Corporate Debt Instruments - Preferred	162,474	176,300
	Financiere CDP Inc	Corporate Debt Instruments - Preferred	418,958	462,359
	FMR LLC	Corporate Debt Instruments - Preferred	309,699	338,713
	Franklin Res Inc	Corporate Debt Instruments - Preferred	443,133	409,332
	Gen Elec Cap Corp	Corporate Debt Instruments - Preferred	377,871	381,326
	Goldman Sachs	Corporate Debt Instruments - Preferred	234,604	235,391
	Goldman Sachs	Corporate Debt Instruments - Preferred	462,332	481,604
	Goldman Sachs	Corporate Debt Instruments - Preferred	155,215	154,556
	Goldman Sachs Group Inc Medium	Corporate Debt Instruments - Preferred	238,052	255,790
	Goldman Sachs Tranche	Corporate Debt Instruments - Preferred	171,312	177,019
	Intel Corp	Corporate Debt Instruments - Preferred	390,555	385,499
	J P Morgan Chase & Co Medium	Corporate Debt Instruments - Preferred	299,790	304,055
	JPMorgan Chase	Corporate Debt Instruments - Preferred	201,069	197,304
	JPMorgan Chase	Corporate Debt Instruments - Preferred	201,272	222,608
	JPMorgan Chase	Corporate Debt Instruments - Preferred	338,870	337,254
	JPMorgan Chase	Corporate Debt Instruments - Preferred	331,317	317,319
	JPMorgan Chase & Co	Corporate Debt Instruments - Preferred	382,796	391,502
	JPMorgan Chase & Co	Corporate Debt Instruments - Preferred	282,840	301,181
	JPMorgan Chase Coml MTG	Corporate Debt Instruments - Preferred	287,100	296,509
	Lowes Cos Inc	Corporate Debt Instruments - Preferred	447,501	475,503
	Medtronic Inc	Corporate Debt Instruments - Preferred	284,751	279,770
	Medtronic Inc	Corporate Debt Instruments - Preferred	174,607	158,643
	Metlife Inc	Corporate Debt Instruments - Preferred	144,659	142,309
	Morgan Stanley	Corporate Debt Instruments - Preferred	429,239	446,362
	Morgan Stanley	Corporate Debt Instruments - Preferred	328,031	359,223
	Morgan Stanley	Corporate Debt Instruments - Preferred	99,492	111,840
	Nike Inc	Corporate Debt Instruments - Preferred	170,134	152,002
	Northern Tr Corp	Corporate Debt Instruments - Preferred	198,400	194,899
	Oracle Corp	Corporate Debt Instruments - Preferred	427,587	365,506
	Pacificorp	Corporate Debt Instruments - Preferred	440,852	453,614
	Pepsi Bottling	Corporate Debt Instruments - Preferred	356,226	327,397
	Protective Life	Corporate Debt Instruments - Preferred	237,752	222,765
	PVTPL Cronos Containers Program	Corporate Debt Instruments - Preferred	186,665	182,884
	Raytheon Co	Corporate Debt Instruments - Preferred	258,794	252,321
	Rio Tinto FIN USA	Corporate Debt Instruments - Preferred	452,799	466,782
	Siemens	Corporate Debt Instruments - Preferred	458,254	455,802
	Southwestern Pub Svc	Corporate Debt Instruments - Preferred	195,836	192,496
	Statoilhydro ASA	Corporate Debt Instruments - Preferred	518,581	493,013
	TJX COS Inc	Corporate Debt Instruments - Preferred	162,185	153,899
	Toyota MTR CR Corp	Corporate Debt Instruments - Preferred	323,794	325,094
	Toyota MTR CR Corp	Corporate Debt Instruments - Preferred	259,345	263,947
	Transcanada	Corporate Debt Instruments - Preferred	405,033	347,035
	U S Bancorp Medium	Corporate Debt Instruments - Preferred	224,842	217,568
	Unitedhealth Group	Corporate Debt Instruments - Preferred	436,306	441,597
	UTD Technologies	Corporate Debt Instruments - Preferred	183,274	180,890
	VA Elec & Pwr Co	Corporate Debt Instruments - Preferred	474,847	433,897
	Wellpoint Inc	Corporate Debt Instruments - Preferred	374,565	373,614
	Wells Fargo & Co	Corporate Debt Instruments - Preferred	255,342	241,086
	Wyeth	Corporate Debt Instruments - Preferred	423,770	383,144
		Total Corporate Debt Instruments-Preferred	$ 24,469,855	$ 24,330,684
	Americredit	Corporate Debt Instruments - Other	$ 539,843	$ 535,919
	Americredit	Corporate Debt Instruments - Other	239,664	243,366

MARITZ HOLDINGS INC. RETIREMENT PLAN

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	AOL Time Warner	Corporate Debt Instruments - Other	352,723	327,413
	Celgene Corp	Corporate Debt Instruments - Other	415,505	445,370
	CMO JPMBB Coml Mtg	Corporate Debt Instruments - Other	263,516	260,295
	Corn Prods Intl NT	Corporate Debt Instruments - Other	147,190	144,958
	Directv Hldgs LLC	Corporate Debt Instruments - Other	451,404	458,127
	Dun & Bradstreet	Corporate Debt Instruments - Other	315,989	323,035
	Energy Transfer	Corporate Debt Instruments - Other	201,530	217,057
	EXTD Stay Amer TR	Corporate Debt Instruments - Other	328,418	316,122
	Ford Motor Credit Co LLC	Corporate Debt Instruments - Other	248,935	250,629
	France Telecom SA	Corporate Debt Instruments - Other	183,132	187,297
	Hasbro Inc	Corporate Debt Instruments - Other	403,572	421,340
	Hewlett Packard Co	Corporate Debt Instruments - Other	384,792	391,397
	Morgan Stanley Bk Var	Corporate Debt Instruments - Other	204,171	204,303
	Northrop Grumman	Corporate Debt Instruments - Other	149,193	139,913
	Northrop Grumman	Corporate Debt Instruments - Other	139,866	132,675
	Oneok Inc	Corporate Debt Instruments - Other	368,950	324,554
	PVTPL Avis Budget Rent Car	Corporate Debt Instruments - Other	406,750	403,606
	PVTPL Comm	Corporate Debt Instruments - Other	180,826	157,165
	PVTPL Sierra Receivables Funding Co LLC	Corporate Debt Instruments - Other	173,543	175,498
	Symantec Corp	Corporate Debt Instruments - Other	104,932	107,866
	Time Warner Cable Inc	Corporate Debt Instruments - Other	188,112	187,441
	Toledo Edison Co	Corporate Debt Instruments - Other	600,935	536,925
	Valley Natl Bancorp	Corporate Debt Instruments - Other	74,814	73,973
	Verizon Communications	Corporate Debt Instruments - Other	390,364	419,794
	Verizon NT	Corporate Debt Instruments - Other	359,210	346,739
		Total Corporate Debt Instruments-Other	$ 7,817,879	$ 7,732,777
	JPMorgan Chase & Alerian MLP	Corporate Stock - Preferred	$ 2,631,053	$ 3,082,275
		Total Corporate Stock-Preferred	$ 2,631,053	$ 3,082,275
	Abbott Lab Com	Corporate Stock - Common	$ 20,382	$ 31,814
	Abbvie Inc Com	Corporate Stock - Common	161,682	195,291
	Ace LTD Com Stk	Corporate Stock - Common	32,868	53,836
	Actavis PLC Com	Corporate Stock - Common	139,296	161,280
	ADR BHP Billiton Ltd Spronsored ADR	Corporate Stock - Common	115,346	93,161
	ADR Teva Pharmaceutical	Corporate Stock - Common	206,671	212,424
	ADR Total SA	Corporate Stock - Common	76,465	85,594
	ADR Unilever N V	Corporate Stock - Common	59,828	75,311
	ADR Wuxi Pharmatech Cayman	Corporate Stock - Common	43,168	53,655
	Affiliated Managers Group Inc Com Stk	Corporate Stock - Common	40,972	72,655
	Akorn Inc Com	Corporate Stock - Common	42,876	41,132
	Albemarle Corp Com	Corporate Stock - Common	36,338	40,062
	Alexander & Baldwin Inc	Corporate Stock - Common	95,738	124,773
	Allegheny Technologies Inc	Corporate Stock - Common	107,861	133,612
	Alliance Data Sys Corp	Corporate Stock - Common	56,722	109,116
	Allied World Assurance	Corporate Stock - Common	82,962	106,041
	Amazon Com Inc	Corporate Stock - Common	73,616	143,564
	Amerco Com	Corporate Stock - Common	35,139	80,866
	American Cap LTD Com Stk	Corporate Stock - Common	115,525	130,125
	American Express Co	Corporate Stock - Common	74,907	163,586
	American International Group Inc	Corporate Stock - Common	89,862	134,772
	American Tower Corp	Corporate Stock - Common	87,883	89,159
	Ametek Inc	Corporate Stock - Common	119,704	136,415
	Amgen Inc Com	Corporate Stock - Common	95,129	95,894
	AOL Inc Com Stk	Corporate Stock - Common	53,114	65,641
	Apple Inc	Corporate Stock - Common	138,281	265,966

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	AT&T Inc Com	Corporate Stock - Common	68,072	79,848
	Autoliv Inc	Corporate Stock - Common	56,382	80,968
	Autonation Inc	Corporate Stock - Common	39,036	51,777
	B/E Aerospace Inc Com	Corporate Stock - Common	45,396	60,138
	Berkshire Hathaway Inc	Corporate Stock - Common	57,283	80,621
	Borg Warner Inc Com	Corporate Stock - Common	83,413	106,229
	Bristol Myers Squibb Co Com	Corporate Stock - Common	212,842	330,806
	Cardinal Hlth Inc	Corporate Stock - Common	80,826	126,271
	Carrizo Oil & Gas Inc Com	Corporate Stock - Common	47,487	51,799
	Caseys Gen Stores Inc Com	Corporate Stock - Common	43,171	52,687
	Caterpillar Inc Com	Corporate Stock - Common	108,804	114,421
	CBRE Group Inc CL	Corporate Stock - Common	53,366	73,219
	Celgene Corp Com	Corporate Stock - Common	104,419	308,352
	Chevron Corp Com	Corporate Stock - Common	136,692	161,509
	Chubb Corp Com	Corporate Stock - Common	64,175	98,369
	Ciena Corp Com	Corporate Stock - Common	31,195	33,550
	CIT Group Inc	Corporate Stock - Common	126,811	163,167
	Citigroup Inc Com New Com	Corporate Stock - Common	67,739	73,423
	CNO Finl Group Inc Com	Corporate Stock - Common	63,588	86,327
	Coca Cola Co Com	Corporate Stock - Common	64,758	79,026
	Colgate-Palmolive Co com	Corporate Stock - Common	13,429	74,992
	Comcast Corp New CL A SPL	Corporate Stock - Common	81,295	136,222
	Comcast Corp New-CL A	Corporate Stock - Common	70,885	151,218
	Comerica Inc Com	Corporate Stock - Common	89,148	130,260
	Conocophillips Com	Corporate Stock - Common	49,543	61,324
	Cooper Cos Inc Com	Corporate Stock - Common	82,252	125,078
	Costco Wholesale Corp New Com	Corporate Stock - Common	113,409	134,481
	CST Brands Inc Com	Corporate Stock - Common	76,176	86,659
	CSX Corp Com	Corporate Stock - Common	88,229	104,147
	Cullen/Frost Bankers Inc Com	Corporate Stock - Common	39,445	51,431
	Cummins Inc	Corporate Stock - Common	59,815	74,009
	Dana Hldg Corp Com	Corporate Stock - Common	47,946	40,986
	Danaher Corp Com	Corporate Stock - Common	90,415	132,784
	Deere & Co Com	Corporate Stock - Common	98,205	103,842
	Diageo PLC Sponsored ADR	Corporate Stock - Common	79,580	133,877
	Dillards Inc CL A Com	Corporate Stock - Common	30,448	37,912
	Discover Finl Svcs Com Stk	Corporate Stock - Common	46,609	69,378
	Dolby Laboratories Inc CL A Com Stk	Corporate Stock - Common	40,285	43,149
	Dominion Res Inc VA New Com	Corporate Stock - Common	81,586	110,232
	Dow Chemical Co	Corporate Stock - Common	31,337	43,823
	Duke Energy Corp	Corporate Stock - Common	42,446	42,648
	DuPont E I DE Nemours & Co Com	Corporate Stock - Common	109,496	140,400
	Ebay Inc Com	Corporate Stock - Common	56,791	60,928
	Ecolab Inc Com	Corporate Stock - Common	87,007	108,441
	Emerson Electric Co Com	Corporate Stock - Common	39,447	85,971
	Enbridge Inc Com	Corporate Stock - Common	59,188	78,886
	Encore Wire Corp Com	Corporate Stock - Common	47,823	92,140
	Enersys Com	Corporate Stock - Common	22,245	41,353
	Entegris Inc Com	Corporate Stock - Common	31,387	39,568
	Evercore Partners Inc CL A	Corporate Stock - Common	34,286	49,079
	Expedia Inc Del Com New	Corporate Stock - Common	57,608	99,962
	Express Scripts Hldg Co Com	Corporate Stock - Common	15,111	72,698
	Exxon Mobil Corp	Corporate Stock - Common	143,662	176,290
	F5 Networks Inc Com Stk	Corporate Stock - Common	39,868	44,703
	Facebook Inc Cl A	Corporate Stock - Common	98,933	122,438
	Fedex Corp Com	Corporate Stock - Common	54,568	94,888
	FEI Co Com	Corporate Stock - Common	30,584	53,527
	Finisar Corporation Com Stk	Corporate Stock - Common	31,279	32,794

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	First Rep Bk San Francisco Calif	Corporate Stock - Common	53,526	69,573
	Fleetcor Technologies Inc Com	Corporate Stock - Common	37,623	85,886
	FMC Corp Com	Corporate Stock - Common	98,598	123,000
	Foot Locker Inc Com	Corporate Stock - Common	61,892	79,565
	Gartner Inc Com	Corporate Stock - Common	51,114	77,160
	General Electric Co	Corporate Stock - Common	155,342	207,422
	General Mills Inc	Corporate Stock - Common	38,045	50,010
	Gentex Corp Com	Corporate Stock - Common	40,459	44,833
	GNC Hldgs Inc	Corporate Stock - Common	69,092	71,309
	Google Inc CL A	Corporate Stock - Common	172,914	337,334
	Gulfport Energy Corp	Corporate Stock - Common	141,280	190,713
	Halliburton Co Com	Corporate Stock - Common	73,205	117,233
	Hanger Inc Com	Corporate Stock - Common	15,097	21,126
	Heartland Pmt Sys Inc Com Stk	Corporate Stock - Common	32,549	60,556
	Helmerich & Payne Inc Com	Corporate Stock - Common	40,952	56,922
	Hershey Company Com Stk USD1	Corporate Stock - Common	77,029	133,205
	Home Depot Inc Com	Corporate Stock - Common	131,045	244,797
	Honeywell Intl Inc	Corporate Stock - Common	47,409	75,106
	Hyatt Hotels Corp Com	Corporate Stock - Common	106,274	122,166
	IAC/Interactive Corp Com	Corporate Stock - Common	65,301	101,318
	Incyte Corp Com	Corporate Stock - Common	7,612	21,619
	Informatica Corp Com	Corporate Stock - Common	35,550	42,703
	Intel Corp	Corporate Stock - Common	44,437	53,504
	Interactive Brokers Group Inc	Corporate Stock - Common	20,673	21,590
	International Business Machs Corp Com	Corporate Stock - Common	89,026	98,662
	Interxion Hldg NV Com	Corporate Stock - Common	24,139	24,389
	Intl Game Tech Com	Corporate Stock - Common	53,834	54,498
	Intl Paper Co Com	Corporate Stock - Common	45,737	46,579
	Intrepid Potash Inc Com	Corporate Stock - Common	92,342	82,526
	Investors Bancorp Inc Com Stk	Corporate Stock - Common	52,132	79,298
	ISIS Pharmaceuticals Calif Com	Corporate Stock - Common	51,617	53,625
	Janus Cap Group Inc Com	Corporate Stock - Common	28,860	40,920
	Jazz Pharmaceuticals PLC Com	Corporate Stock - Common	36,160	63,153
	Johnson & Johnson Com	Corporate Stock - Common	92,485	174,937
	Johnson CTL Inc	Corporate Stock - Common	123,035	148,873
	JPMorgan Chase & Co	Corporate Stock - Common	226,267	322,868
	Kapstone Paper & Packaging	Corporate Stock - Common	23,367	58,653
	Keryx Biopharmaceuticals Inc Com	Corporate Stock - Common	22,046	19,995
	Keycorp New Com	Corporate Stock - Common	58,508	90,585
	Kimberly-Clark Corp	Corporate Stock - Common	43,946	67,063
	Kinder Morgan Inc Del Com	Corporate Stock - Common	99,527	106,992
	Las Vegas Sands Corp Com Stk	Corporate Stock - Common	57,608	87,546
	Lennar Corp Cl A	Corporate Stock - Common	89,705	84,263
	Leucadia Natl Corp Com	Corporate Stock - Common	49,223	55,546
	Lorillard Inc	Corporate Stock - Common	52,886	77,642
	LSB Inds Inc Com	Corporate Stock - Common	78,577	96,807
	M D C Hldgs Inc Com	Corporate Stock - Common	86,323	86,726
	Manhattan Assoc Inc	Corporate Stock - Common	20,421	21,381
	Marathon Oil Corp Com	Corporate Stock - Common	39,891	47,302
	Marathon Pete Corp	Corporate Stock - Common	25,547	61,734
	Markettaxess Hldgs Inc	Corporate Stock - Common	19,883	20,061
	McDonalds Corp	Corporate Stock - Common	101,543	116,727
	Meadwest Vaco Corp	Corporate Stock - Common	41,541	58,719
	Medivation Inc	Corporate Stock - Common	30,331	29,995
	Mercadolibre Inc Com	Corporate Stock - Common	63,881	76,639
	Merck & Co Inc	Corporate Stock - Common	84,363	111,962
	Metlife Inc	Corporate Stock - Common	30,272	33,808
	Microsoft Corp Com	Corporate Stock - Common	48,241	70,219

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Momenta Pharmaceuticals Inc	Corporate Stock - Common	20,522	20,774
	Mondelez Intl Inc Com	Corporate Stock - Common	159,194	202,481
	Monsanto Co New Com	Corporate Stock - Common	94,965	124,709
	Motorola Solutions	Corporate Stock - Common	47,464	54,000
	National Oilwell Varco	Corporate Stock - Common	104,273	145,222
	Neustar Inc Cl A	Corporate Stock - Common	40,251	40,785
	Newmont Mining Corp	Corporate Stock - Common	40,648	20,865
	News Corp	Corporate Stock - Common	126,174	141,817
	Nextera Energy Inc	Corporate Stock - Common	66,655	101,374
	Nielsen Holdings BV	Corporate Stock - Common	90,421	118,855
	Nordson Corp Com	Corporate Stock - Common	37,724	55,725
	Northeast Utilities	Corporate Stock - Common	40,327	49,088
	Northern Trust Corp Com	Corporate Stock - Common	66,937	78,910
	Northrop Grumman Corp Com	Corporate Stock - Common	40,578	79,081
	NXP Semiconductors	Corporate Stock - Common	29,553	68,022
	Occidental Petroleum	Corporate Stock - Common	88,553	86,921
	Old Dominion Fght Line Inc	Corporate Stock - Common	39,906	41,409
	OshKosh Corporation	Corporate Stock - Common	129,480	165,246
	Owens Corning New Com	Corporate Stock - Common	129,263	138,448
	Paccar Inc Com	Corporate Stock - Common	54,266	71,596
	Parexel Intl Corp	Corporate Stock - Common	26,267	35,466
	Pepsico Inc Com	Corporate Stock - Common	20,466	68,674
	Petsmart Inc Com	Corporate Stock - Common	60,088	76,460
	Pfizer Inc Com Stk	Corporate Stock - Common	77,048	106,807
	Philip Morris Intl	Corporate Stock - Common	102,646	127,733
	Phillips 66 Com	Corporate Stock - Common	15,550	33,320
	Pioneer Nat Res Co Com Stk	Corporate Stock - Common	79,647	119,646
	Plans All Amern Pipeln Unit	Corporate Stock - Common	51,885	61,089
	Plum Creek Timber Co Inc	Corporate Stock - Common	86,388	92,555
	Polaris Inds Inc Com	Corporate Stock - Common	44,992	90,442
	PPG Ind Inc Com	Corporate Stock - Common	74,052	115,693
	Praxair Inc	Corporate Stock - Common	60,840	77,628
	Precision Castparts Corp	Corporate Stock - Common	93,158	161,580
	Priceline Com Inc	Corporate Stock - Common	104,119	174,360
	Procter & Gamble Co Com	Corporate Stock - Common	102,977	175,439
	Prudential Finl Inc	Corporate Stock - Common	82,100	123,759
	Pub Service Enterprise Group Inc	Corporate Stock - Common	37,041	36,942
	Qualcomm Inc Com	Corporate Stock - Common	97,083	133,650
	Range Res Corp Com	Corporate Stock - Common	31,076	37,940
	Raymond James Fncl Inc Com Stk	Corporate Stock - Common	60,376	82,982
	Raytheon Co USD	Corporate Stock - Common	73,379	137,773
	Robert Half Intl Inc Com	Corporate Stock - Common	68,400	86,373
	Rovi Corp Com	Corporate Stock - Common	37,375	29,338
	Ryman Hospitality PPTYS Inc	Corporate Stock - Common	73,355	89,409
	Salesforce Com Inc Com Stk	Corporate Stock - Common	109,215	151,221
	Salix Pharmaceuticals LTD	Corporate Stock - Common	35,834	47,398
	Sally Beauty Hldgs Inc Com Stk	Corporate Stock - Common	20,631	22,854
	Schlumberger LTD	Corporate Stock - Common	56,581	61,815
	Schnitzer Stl Inds Inc Cl A	Corporate Stock - Common	67,886	64,360
	Seacor Hldgs Inc Com	Corporate Stock - Common	80,072	93,024
	Sempra Energy Inc	Corporate Stock - Common	32,110	53,856
	Signet Jewelers Ltd Ord	Corporate Stock - Common	65,347	99,241
	Silgan Hldgs Inc Com	Corporate Stock - Common	46,960	53,542
	Sinclair Broadcast Group Inc	Corporate Stock - Common	72,962	97,543
	Starbucks Corp	Corporate Stock - Common	71,421	119,937
	State Str Corp Com	Corporate Stock - Common	74,901	114,488
	Sun TR Banks Inc	Corporate Stock - Common	66,338	83,632
	Suncor Energy Inc	Corporate Stock - Common	87,428	84,821

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Susser Hldgs Corp Com	Corporate Stock - Common	120,526	167,000
	Tech Data Corp Com	Corporate Stock - Common	55,856	55,728
	Thermo Fisher Corp	Corporate Stock - Common	94,594	201,544
	Tibco Software Inc Com	Corporate Stock - Common	53,266	52,918
	Toronto Dominion BK Ont Com new	Corporate Stock - Common	52,415	61,727
	Total Sys Svcs Inc Com	Corporate Stock - Common	61,575	86,162
	Towers Watson & Co Cl A Com Stk	Corporate Stock - Common	40,035	81,415
	Travelers Cos Inc	Corporate Stock - Common	99,607	156,634
	Tribune Co Cl A	Corporate Stock - Common	114,615	161,766
	Tyco International LTD	Corporate Stock - Common	143,832	147,334
	United Parcel Svc Inc Cl B	Corporate Stock - Common	57,764	72,400
	United Rentals Inc	Corporate Stock - Common	50,795	105,310
	United Technologies Corp Com	Corporate Stock - Common	281,894	414,460
	Universal American Corp Com stk	Corporate Stock - Common	27,716	19,557
	Unvl Health Services Inc Cl B	Corporate Stock - Common	46,067	80,854
	US Bancorp	Corporate Stock - Common	59,671	91,425
	UTD Therapeutics Corp Del	Corporate Stock - Common	15,067	29,740
	Vail Resorts Inc Com	Corporate Stock - Common	36,054	61,689
	Valero Energy Corp	Corporate Stock - Common	51,195	115,416
	Valmont Inds Inc Com	Corporate Stock - Common	47,540	53,683
	Verizon Communications	Corporate Stock - Common	127,224	162,211
	VF Corp	Corporate Stock - Common	119,881	194,251
	Viacom Inc New Cl B	Corporate Stock - Common	72,585	130,137
	Visa Inc Com Cl A	Corporate Stock - Common	173,652	278,350
	Visteon Corp Com	Corporate Stock - Common	139,635	208,328
	Wabtec Corp Com	Corporate Stock - Common	49,108	86,302
	Walgreen Co Com	Corporate Stock - Common	49,073	92,478
	Wal-Mart Stores Inc Com	Corporate Stock - Common	91,552	132,199
	Walt Disney Co	Corporate Stock - Common	91,604	149,744
	Wells Fargo & Co	Corporate Stock - Common	113,500	176,016
	Western Union Co	Corporate Stock - Common	74,199	71,243
	Weyerhauser Co	Corporate Stock - Common	52,939	78,073
	White Mountains insurance Group	Corporate Stock - Common	113,515	126,647
	Whiting Pete Corp	Corporate Stock - Common	49,526	63,788
	Whole Foods Mkt Inc Com	Corporate Stock - Common	64,281	79,805
	Williams Sonoma Inc Com	Corporate Stock - Common	50,477	63,059
	Wisdomtree Invts Inc	Corporate Stock - Common	40,831	42,840
	Wyndham Worldwide Corp Com Stk	Corporate Stock - Common	38,545	61,899
	XL Group PLC Ord	Corporate Stock - Common	48,986	63,266
	3M Co Com	Corporate Stock - Common	102,039	176,575
	5th 3rd Bancorp Com	Corporate Stock - Common	53,156	71,713
		Total Corporate Stock-Common	$ 16,891,378	$ 23,423,917
	RCP Fund I	Partnership/Joint Venture Interests	$ 1,562,761	$ 455,446
	RCP Fund II	Partnership/Joint Venture Interests	1,527,122	928,558
		Total Partnership/Joint Venture Interests	$ 3,089,883	$ 1,384,004
	Coltv Short Term Invt FD	Value of Interest in Common/Collective Trusts:	$ 2,176,531	$ 2,176,531
		Total Value of Interest in Common/Collective Trusts:	$ 2,176,531	$ 2,176,531
	MFC Ishares Inc MSCI Emerging Mkts	Value of Interest in Registered Investment Companies	$ 1,296,637	$ 1,218,217
	MFC Vanguard Star FD	Value of Interest in Registered Investment Companies	5,228,297	5,523,052
	MFC Vanguard Total Stk	Value of Interest in Registered Investment Companies	6,042,668	7,043,406
	MFO Lazard FDS Inc Emerging Mkts	Value of Interest in Registered Investment Companies	3,219,990	3,247,759
	MFO Putnam FDS TR	Value of Interest in Registered Investment Companies	5,700,000	5,705,672

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets for Investment Purposes
(Held at End of Year)
December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	MFO RS Invt Tr Global Natural Res FD	Value of Interest in Registered Investment Companies	1,473,092	1,433,293
	MFO Thornburg Intl Value Fd	Value of Interest in Registered Investment Companies	3,555,045	4,376,948
	MFO William Blair Intl Growth Fd	Value of Interest in Registered Investment Companies	3,797,744	4,432,325
		Total Value of Int in Registered Investment Co	$ 30,313,473	$ 32,980,672
	Canyon Value Realization	Other	$ 735,200	$ 4,002,153
	CF ACL Alternative Sac Ltd USD	Other	2,464,724	2,065,134
	CF Selectinvest Institutional ARV LTD	Other	416,263	556,112
	Goldentree Offshore LTD	Other	90,836	4,099,949
*	Pointer Offshore LTD	Other	5,171,200	8,023,216
*	Skybridge Multi Advisors Hedge Fund	Other	6,379,281	8,893,064
*	Weatherlow Offshore II LTD	Other	3,100,585	4,299,417
	Los Angeles Calif Cmnty College Dist	Municipal Bonds	477,017	429,399
		Total Other	$ 18,835,106	$ 32,368,444
		Ending value	$ 112,551,957	$ 134,635,147

* Indicates party-in-interest to the Plan.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26
Schedule of Active Participant Data as of January 1, 2013

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	0		2		0		0		0		0		0		0		0		0	
25 - 29	0		32		30		0		0		0		0		0		0		0	
30 - 34	1		56		80		17		0		0		0		0		0		0	
35 - 39	0		30		88		76		12		0		0		0		0		0	
40 - 44	0		28		100		62		56		18		0		0		0		0	
45 - 49	0		29		90		75		75		78		15		0		0		0	
50 - 54	0		20		90		74		55		59		37		9		0		0	
55 - 59	0		12		52		38		41		36		36		23		4		0	
60 - 64	0		10		33		17		24		17		7		8		14		1	
65 - 69	0		5		15		5		8		5		1		1		1		1	
70 & Over	0		6		5		9		0		0		4		0		0		1	

Plan Name: Maritz Holdings Inc. Retirement Plan
EIN / PN: 43-0393480 / 001
Plan Sponsor: Maritz Holdings, Inc.
Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26
Schedule of Active Participant Data for Cash Balance Plans as of January 1, 2013

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.
Under 25	0		2		0		0		0		0		0		0		0		0	
25 – 29	0		32	753	30	1,902	0		0		0		0		0		0		0	
30 – 34	1		56	1,387	80	3,500	17		0		0		0		0		0		0	
35 - 39	0		30	1,931	88	6,774	76	11,383	12		0		0		0		0		0	
40 - 44	0		28	2,666	100	9,911	62	19,929	56	21,951	18		0		0		0		0	
45 - 49	0		29	3,143	90	12,534	75	25,788	75	29,994	78	37,259	15		0		0		0	
50 - 54	0		20	3,078	90	15,145	74	29,559	55	40,132	59	49,805	37	55,863	9		0		0	
55 - 59	0		12		52	13,520	38	30,170	41	46,662	36	54,703	36	85,518	23	81,631	4		0	
60 - 64	0		10		33	16,591	17		24	47,525	17		7		8		14		1	
65 - 69	0		5		15		5		8		5		1		1		1		1	
70 & Over	0		6		5		9		0		0		4		0		0		1	

Plan Name: Maritz Holdings Inc. Retirement Plan
EIN / PN: 43-0393480 / 001
Plan Sponsor: Maritz Holdings, Inc.
Valuation Date: January 1, 2013

Schedule SB, Part V – Statement of actuarial assumptions and methods

Economic Assumptions

Interest rate basis:

- Applicable month: September 2012
  - Yield curve basis: 3-Segment Rates

Interest rates:	**Reflecting Corridors**	**Not Reflecting Corridors**
First segment rate	5.23%	1.75%
Second segment rate	6.51%	4.62%
Third segment rate	7.16%	5.72%
Effective interest rate	6.50%	4.61%

Demographic Assumptions

Inclusion date The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees It was assumed there will be no new or rehired employees.

Mortality

- Healthy — Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection).

- Disabled — Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection).

Termination Rates varying by age and service

Representative Termination Rates

Percentage leaving during the year						
	Years of Service					
Attained Age	1	2	3	4	5	6+
20	23.5%	20.0%	16.5%	13.0%	11.0%	9.0%
25	23.5%	20.0%	16.5%	13.0%	11.0%	7.8%
30	23.5%	20.0%	16.5%	13.0%	11.0%	5.8%
35	23.5%	20.0%	16.5%	13.0%	11.0%	4.7%
40	23.5%	20.0%	16.5%	13.0%	11.0%	4.2%
45	23.5%	20.0%	16.5%	13.0%	11.0%	3.5%
50	23.5%	20.0%	16.5%	13.0%	11.0%	0.0%
55	23.5%	20.0%	16.5%	13.0%	11.0%	0.0%
60	23.5%	20.0%	16.5%	13.0%	11.0%	0.0%
65	23.5%	20.0%	16.5%	13.0%	11.0%	0.0%

Disability None.

Retirement

Rates varying by age, average age 62.

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Percentage retiring during the year	
Age	Rate
55	5%
56	5%
57	5%
58	5%
59	5%
60	5%
61	10%
62	20%
63	20%
64	10%
65	50%
66	40%
67	40%
68	40%
69	40%
70	100%

Benefit commencement date:	
• Preretirement death benefit	The later of the death of the active participant or the date the participant would have attained age 55
• Deferred vested benefit	Upon termination of employment
• Retirement benefit	Upon termination of employment
Form of payment	Calculation of Lump Sum: 70% of participants are assumed to elect a lump sum form of payment under the plan when eligible. 50% of those electing a lump sum are assumed to elect a 50% Joint and Survivor annuity.
Percent married	100% of males; 100% of females. Used to value pre-retirement surviving spouse benefits and in determining the optional forms expected to be elected at commencement.
Spouse age	Wife three years younger than husband
Administrative expenses	$400,000
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.
Actuarial value of assets	Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22) . The average asset value must be within 10% of market value, including discounted contributions receivable. The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Maritz Holdings, Inc. and, based on that review, is not aware of any significant benefits required to be valued that were not.
Change in assumptions and methods since prior valuation	The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ File as an attachment to Form 5500 or 5500-SF.

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan: Maritz Holdings Inc. Retirement Plan

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF: Maritz Holdings, Inc.

D Employer Identification Number (EIN): 43-0393480

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 1 Day 1 Year 2013

2	Assets:			
	a Market value		**2a**	133,993,206
	b Actuarial value		**2b**	134,162,462
3	Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment	**3a**	1,116	79,794,829
	b For terminated vested participants	**3b**	1,249	16,914,400
	c For active participants:			
	(1) Non-vested benefits	**3c(1)**		0
	(2) Vested benefits	**3c(2)**		42,214,433
	(3) Total active	**3c(3)**	1,834	42,214,433
	d Total	**3d**	4,199	138,923,662
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]			
	a Funding target disregarding prescribed at-risk assumptions		**4a**	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor		**4b**	
5	Effective interest rate		**5**	6.50 %
6	Target normal cost		**6**	400,000

Statement by Enrolled Actuary

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

SIGN HERE

JRB — Signature of actuary

10/01/2014 — Date

Jason R Benbow — Type or print name of actuary

14-07392 — Most recent enrollment number

Towers Watson Delaware Inc. — Firm name

(314) 719-5842 — Telephone number (including area code)

101 South Hanley Road

St. Louis MO 63105 — Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	4,422,770
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	3,539,312
9	Amount remaining (line 7 minus line 8)	0	883,458
10	Interest on line 9 using prior year's actual return of 10.64 %		94,000
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		5,233,855
	b Interest on (a) using prior year's effective interest rate of 6.87 % except as otherwise provided (see instructions)		492,998
	c Total available at beginning of current plan year to add to prefunding balance		5,726,853
	d Portion of (c) to be added to prefunding balance		5,726,853
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	6,704,311

Part III Funding Percentages

14	Funding target attainment percentage	14	91.74 %
15	Adjusted funding target attainment percentage	15	91.74 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	94.11 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2013	1,000,000				
07/15/2013	1,000,000				
			Totals ▶ 18(b)	2,000,000	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	
	b Contributions made to avoid restrictions adjusted to valuation date	19b	
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	1,948,605

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

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

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

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	☐ N/A, full yield curve used
5.23 %	6.51 %	7.16 %	

b Applicable month (enter code)	21b	4
22 Weighted average retirement age	22	62

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	31a	400,000
b Excess assets, if applicable, but not greater than line 31a	31b	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	11,465,511	4,599,983
b Waiver amortization installment		0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	4,999,983

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	3,051,378	3,051,378

36 Additional cash requirement (line 34 minus line 35)	36	1,948,605
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	1,948,605

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40 Unpaid minimum required contributions for all years	40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	42	0
43 Excess installment acceleration amount to be carried over to future plan years	43	0

Schedule SB, Part V – Summary of plan provisions

Plan Provisions

The most recent amendment reflected in the following plan provisions was adopted on December 31, 2009 and effective January 1, 2010.

Covered employees	Prior to April 30, 2007, all employees were eligible to become participants the last day of the plan year following completion of 1,000 hours of service. No employee who was not an active participant in the plan as of April 30, 2007 shall be eligible to participate in the plan.
Participation date	Date of becoming a covered employee

Definitions

Vesting service	Years and months of service from date of participation.
Pension service	Years and months of service from date of participation and no service accruing after December 31, 2009.
Average earnings	The average of the highest five consecutive calendar years of pensionable pay during the ten-year period ending on the earlier of the participant's termination date or retirement date
Covered compensation	The average of the Social Security taxable wage bases in effect for each calendar year during the 35-year period ending with the last day of the calendar year in which the Participant attains Social Security Retirement Age (as defined in Section 415(b)(8) of the Internal Revenue Code).
Normal retirement date (NRD)	First of month coinciding with or next following the attainment of age 65 with five years of pension service.

Monthly Pension Benefit

Monthly pension benefit under prior plan	As of any date, one-twelfth of the sum of: (1) 1% of average earnings plus .5% of such earnings in excess of Covered Compensation. The total is multiplied by years of credited service up to 25 years. (2) .5% of average earnings multiplied by credited service in excess of 25 years. Participants who were at least age 45 and whose age plus service totaled at least 55 as of December 31, 1995 receive ongoing accruals under this formula until December 31, 2009, when accruals under this formula ceased. For all other participants, accruals under this formula ceased effective December 31, 1995.
Minimum pension benefit under prior plan	The greater of: (1) $16 times years of credited service; and (2) The accrued benefit under the Plan in effect on December 31, 1993, plus benefit accruals after December 31, 1993 subject to the new pay limits. Participants who were at least age 45 and whose age plus service totaled at least 55 as of December 31, 1995 receive ongoing accruals under this formula until December 31, 2009, when accruals under this formula ceased. For all other participants, accruals under this formula ceased effective December 31, 1995.
Opening balance credit	The actuarial present value of the accrued benefit on December 31, 1995, using an interest rate of 6% and the 1983 Group Annuity Mortality table weighted 50% male and 50% female.

Cash balance benefit

The accumulated value of the opening balance credit and the annual credits to a participant's account, according to the following schedule:

Age as of 12/31	*Credit Percentage*
Less than 30	2.50%
30 – 34	3.00%
35 – 39	3.50%
40 – 44	4.00%
45 – 49	4.50%
50 – 54	5.00%
55 – 59	5.50%
60 or older	6.00%

The above amounts are credited each year a participant completes at least 1,000 hours of service. All amounts are accumulated using an interest credit equal to the lesser of the average yield on 1-year treasuries or the average yield on 30-year treasuries for the month of October preceding the first day of the plan year. In no event will the interest credit be less than 4% nor greater than 8%.

No pay credits are provided to non-grandfathered participants after April 30, 2007. No pay credits are provided to grandfathered participants after December 31, 2009.

Monthly preretirement death benefit

Cash Balance Account death benefit is equal to the actuarial equivalent of the participant's cash balance account, payable as a lump sum or a monthly annuity for the life of the beneficiary. Monthly preretirement death benefit payable on behalf of an active employee with accruals frozen as of December 31, 2009 under prior plan formula is calculated as if participant terminated employment on the date of death, survived to age 55 (if death occurs prior to age 55) and elected a 50% J&S annuity commencing immediately. (The surviving spouse may elect a Cash Balance Account death benefit in lieu of this benefit.)

Eligibility for Benefits

Normal retirement	Retirement on NRD
Early retirement	Retirement before NRD and on or after both attaining age 55 and completing ten years of vesting service
Postponed retirement	Retirement after NRD
Vested termination	Termination for reasons other than death or retirement after completing three years of vesting service
Preretirement death benefit	Death while eligible for normal, early, postponed, or deferred vested retirement benefits, with a surviving spouse

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Early retirement	The actuarial equivalent of the current cash balance account, but not greater than the accrued benefit. For participants with frozen accruals under the prior plan, the prior plan early retirement benefit is provided as a minimum benefit, where the monthly pension benefit is determined as of early retirement date. Benefit under prior plan formula is reduced 4.0% for each year that payment precedes NRD.
Postponed retirement	Monthly pension benefit determined as of actual retirement date
Vested termination	Monthly pension benefit determined as of termination date. Benefit under prior plan formula is reduced 5.0% for each year that payment precedes NRD.
Preretirement death	Monthly preretirement death benefit.

Other Plan Provisions

Forms of payment	Preretirement death benefits are payable only as described above. Monthly pension benefits are paid as described above as a life annuity, if the participant has no spouse as of the date payments begin, or if the participant so elects. Otherwise, benefits are paid in the form of 50% joint and survivor annuity option or, if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are a 100% joint and survivor annuity, a ten-year certain and life annuity, or (for married participants) a life annuity. Actuarial equivalence is based on the 417(e) applicable mortality table and an 8.00% interest rate.

Pension Increases	None
Plan participants' contributions	None
Maximum on benefits and pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective. Increases in the dollar limits are assumed for determining pension cost but not for determining contributions.

Future Plan Changes

No future plan changes were recognized in determining pension cost or in determining minimum and maximum contributions. Towers Watson is not aware of any future plan changes which are required to be reflected.

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets for Investment Purposes
(Held at End of Year)
December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Private Expt FDG Corp Secd NT Ser BB	U.S. Government Securities	$ 223,468	$ 244,432
	United States Treas BDS BD	U.S. Government Securities	570,113	530,875
	United States Treas BDS	U.S. Government Securities	318,033	316,083
	United States Treas BDS	U.S. Government Securities	253,075	250,259
	United States Treas NTS DTD	U.S. Government Securities	121,652	117,173
	United States Treas NTS DTD	U.S. Government Securities	420,760	416,817
	United States Treas NTS DTD	U.S. Government Securities	227,610	225,005
	United States Treas NTS TNOTE	U.S. Government Securities	751,055	750,644
	United States Treas Sec Stripped Int	U.S. Government Securities	94,087	132,457
	United States Treas Sec Stripped Int	U.S. Government Securities	58,492	84,245
	United States Treas Sec Stripped Int	U.S. Government Securities	56,176	80,674
	United States Treas Sec Stripped Int	U.S. Government Securities	51,678	73,230
	United States Treas Sec Stripped Int	U.S. Government Securities	51,465	72,398
	United States Treas Sec Stripped Int	U.S. Government Securities	95,161	130,174
	United States Treas Sec Stripped Int	U.S. Government Securities	78,950	113,644
	United States Treas Sec Stripped Int	U.S. Government Securities	94,752	133,437
	United States Treas Sec Stripped Int	U.S. Government Securities	93,666	131,896
	United States Treas Sec Stripped Int	U.S. Government Securities	57,734	83,381
	United States Treas Sec Stripped Int	U.S. Government Securities	194,819	230,209
	United States Treas Sec Stripped Int	U.S. Government Securities	89,710	130,459
	United States Treas Sec Stripped Int	U.S. Government Securities	80,085	114,933
	United States Treas Sec Stripped Int	U.S. Government Securities	61,108	88,013
	US Treas Sec Stripped Int Pmt	U.S. Government Securities	53,262	79,702
	US Treas Sec Stripped Int Pmt	U.S. Government Securities	1,251,072	1,649,184
	UTD States Treas	U.S. Government Securities	189,948	190,170
	UTD States Treas	U.S. Government Securities	229,299	229,488
	UTD States Treas	U.S. Government Securities	179,887	180,225
	UTD States Treas	U.S. Government Securities	160,988	160,950
	UTD States Treas	U.S. Government Securities	218,694	215,686
		Total U.S. Government Securities	$ 6,326,799	$ 7,155,843
	Amer Movil SAB DE	Corporate Debt Instruments - Preferred	$ 244,738	$ 247,001
	Amgen Inc	Corporate Debt Instruments - Preferred	414,381	388,552
	AT&T Inc	Corporate Debt Instruments - Preferred	481,395	484,877
	AT&T Inc	Corporate Debt Instruments - Preferred	262,786	249,745
	AT&T Inc	Corporate Debt Instruments - Preferred	199,850	210,566
	Bank Amer Corp	Corporate Debt Instruments - Preferred	228,769	251,397
	Bank Amer Corp	Corporate Debt Instruments - Preferred	222,002	241,371
	Bank Amer Corp Medium Term	Corporate Debt Instruments - Preferred	421,825	441,868
	BARD C R Inc	Corporate Debt Instruments - Preferred	347,640	354,923
	Bear Stearns	Corporate Debt Instruments - Preferred	214,267	221,514
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	424,738	429,667
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	253,276	240,814
	Berkshire Hathaway	Corporate Debt Instruments - Preferred	434,473	451,642
	BHP Billiton FIN	Corporate Debt Instruments - Preferred	347,053	323,074
	BK New York Inc	Corporate Debt Instruments - Preferred	165,589	163,548
	BP Cap Mkts P L C	Corporate Debt Instruments - Preferred	262,345	241,970
	BP Cap Mkts P L C	Corporate Debt Instruments - Preferred	449,370	444,018
	Chevron Corp	Corporate Debt Instruments - Preferred	187,537	187,190
	Cisco Sys Inc	Corporate Debt Instruments - Preferred	134,102	142,856
	Cisco Sys Inc SR NT	Corporate Debt Instruments - Preferred	284,139	280,083
	Citigroup Inc	Corporate Debt Instruments - Preferred	636,724	651,855
	Citigroup Inc	Corporate Debt Instruments - Preferred	229,096	230,542
	Citigroup Inc	Corporate Debt Instruments - Preferred	204,286	252,484
	CMO Comm	Corporate Debt Instruments - Preferred	425,578	396,183
	Coca Cola Co	Corporate Debt Instruments - Preferred	638,123	615,105

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Comcast Corp	Corporate Debt Instruments - Preferred	272,842	255,453
	Conoco Inc	Corporate Debt Instruments - Preferred	377,057	373,286
	Deere John Cap Corp	Corporate Debt Instruments - Preferred	236,456	233,897
	Ebay Inc	Corporate Debt Instruments - Preferred	446,697	404,680
	EDF S A	Corporate Debt Instruments - Preferred	162,474	176,300
	Financiere CDP Inc	Corporate Debt Instruments - Preferred	418,958	462,359
	FMR LLC	Corporate Debt Instruments - Preferred	309,699	338,713
	Franklin Res Inc	Corporate Debt Instruments - Preferred	443,133	409,332
	Gen Elec Cap Corp	Corporate Debt Instruments - Preferred	377,871	381,326
	Goldman Sachs	Corporate Debt Instruments - Preferred	234,604	235,391
	Goldman Sachs	Corporate Debt Instruments - Preferred	462,332	481,604
	Goldman Sachs	Corporate Debt Instruments - Preferred	155,215	154,556
	Goldman Sachs Group Inc Medium	Corporate Debt Instruments - Preferred	238,052	255,790
	Goldman Sachs Tranche	Corporate Debt Instruments - Preferred	171,312	177,019
	Intel Corp	Corporate Debt Instruments - Preferred	390,555	385,499
	J P Morgan Chase & Co Medium	Corporate Debt Instruments - Preferred	299,790	304,055
	JPMorgan Chase	Corporate Debt Instruments - Preferred	201,069	197,304
	JPMorgan Chase	Corporate Debt Instruments - Preferred	201,272	222,608
	JPMorgan Chase	Corporate Debt Instruments - Preferred	338,870	337,254
	JPMorgan Chase	Corporate Debt Instruments - Preferred	331,317	317,319
	JPMorgan Chase & Co	Corporate Debt Instruments - Preferred	382,796	391,502
	JPMorgan Chase & Co	Corporate Debt Instruments - Preferred	282,840	301,181
	JPMorgan Chase Coml MTG	Corporate Debt Instruments - Preferred	287,100	296,509
	Lowes Cos Inc	Corporate Debt Instruments - Preferred	447,501	475,503
	Medtronic Inc	Corporate Debt Instruments - Preferred	284,751	279,770
	Medtronic Inc	Corporate Debt Instruments - Preferred	174,607	158,643
	Metlife Inc	Corporate Debt Instruments - Preferred	144,659	142,309
	Morgan Stanley	Corporate Debt Instruments - Preferred	429,239	446,362
	Morgan Stanley	Corporate Debt Instruments - Preferred	328,031	359,223
	Morgan Stanley	Corporate Debt Instruments - Preferred	99,492	111,840
	Nike Inc	Corporate Debt Instruments - Preferred	170,134	152,002
	Northern Tr Corp	Corporate Debt Instruments - Preferred	198,400	194,899
	Oracle Corp	Corporate Debt Instruments - Preferred	427,587	365,506
	Pacificorp	Corporate Debt Instruments - Preferred	440,852	453,614
	Pepsi Bottling	Corporate Debt Instruments - Preferred	356,226	327,397
	Protective Life	Corporate Debt Instruments - Preferred	237,752	222,765
	PVTPL Cronos Containers Program	Corporate Debt Instruments - Preferred	186,665	182,884
	Raytheon Co	Corporate Debt Instruments - Preferred	258,794	252,321
	Rio Tinto FIN USA	Corporate Debt Instruments - Preferred	452,799	466,782
	Siemens	Corporate Debt Instruments - Preferred	458,254	455,802
	Southwestern Pub Svc	Corporate Debt Instruments - Preferred	195,836	192,496
	Statoilhydro ASA	Corporate Debt Instruments - Preferred	518,581	493,013
	TJX COS Inc	Corporate Debt Instruments - Preferred	162,185	153,899
	Toyota MTR CR Corp	Corporate Debt Instruments - Preferred	323,794	325,094
	Toyota MTR CR Corp	Corporate Debt Instruments - Preferred	259,345	263,947
	Transcanada	Corporate Debt Instruments - Preferred	405,033	347,035
	U S Bancorp Medium	Corporate Debt Instruments - Preferred	224,842	217,568
	Unitedhealth Group	Corporate Debt Instruments - Preferred	436,306	441,597
	UTD Technologies	Corporate Debt Instruments - Preferred	183,274	180,890
	VA Elec & Pwr Co	Corporate Debt Instruments - Preferred	474,847	433,897
	Wellpoint Inc	Corporate Debt Instruments - Preferred	374,565	373,614
	Wells Fargo & Co	Corporate Debt Instruments - Preferred	255,342	241,086
	Wyeth	Corporate Debt Instruments - Preferred	423,770	383,144
		Total Corporate Debt Instruments-Preferred	$ 24,469,855	$ 24,330,684
	Americredit	Corporate Debt Instruments - Other	$ 539,843	$ 535,919
	Americredit	Corporate Debt Instruments - Other	239,664	243,366

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	AOL Time Warner	Corporate Debt Instruments - Other	352,723	327,413
	Celgene Corp	Corporate Debt Instruments - Other	415,505	445,370
	CMO JPMBB Coml Mtg	Corporate Debt Instruments - Other	263,516	260,295
	Corn Prods Intl NT	Corporate Debt Instruments - Other	147,190	144,958
	Directv Hldgs LLC	Corporate Debt Instruments - Other	451,404	458,127
	Dun & Bradstreet	Corporate Debt Instruments - Other	315,989	323,035
	Energy Transfer	Corporate Debt Instruments - Other	201,530	217,057
	EXTD Stay Amer TR	Corporate Debt Instruments - Other	328,418	316,122
	Ford Motor Credit Co LLC	Corporate Debt Instruments - Other	248,935	250,629
	France Telecom SA	Corporate Debt Instruments - Other	183,132	187,297
	Hasbro Inc	Corporate Debt Instruments - Other	403,572	421,340
	Hewlett Packard Co	Corporate Debt Instruments - Other	384,792	391,397
	Morgan Stanley Bk Var	Corporate Debt Instruments - Other	204,171	204,303
	Northrop Grumman	Corporate Debt Instruments - Other	149,193	139,913
	Northrop Grumman	Corporate Debt Instruments - Other	139,866	132,675
	Oneok Inc	Corporate Debt Instruments - Other	368,950	324,554
	PVTPL Avis Budget Rent Car	Corporate Debt Instruments - Other	406,750	403,606
	PVTPL Comm	Corporate Debt Instruments - Other	180,826	157,165
	PVTPL Sierra Receivables Funding Co LLC	Corporate Debt Instruments - Other	173,543	175,498
	Symantec Corp	Corporate Debt Instruments - Other	104,932	107,866
	Time Warner Cable Inc	Corporate Debt Instruments - Other	188,112	187,441
	Toledo Edison Co	Corporate Debt Instruments - Other	600,935	536,925
	Valley Natl Bancorp	Corporate Debt Instruments - Other	74,814	73,973
	Verizon Communications	Corporate Debt Instruments - Other	390,364	419,794
	Verizon NT	Corporate Debt Instruments - Other	359,210	346,739
		Total Corporate Debt Instruments-Other	$ 7,817,879	$ 7,732,777
	JPMorgan Chase & Alerian MLP	Corporate Stock - Preferred	$ 2,631,053	$ 3,082,275
		Total Corporate Stock-Preferred	$ 2,631,053	$ 3,082,275
	Abbott Lab Com	Corporate Stock - Common	$ 20,382	$ 31,814
	Abbvie Inc Com	Corporate Stock - Common	161,682	195,291
	Ace LTD Com Stk	Corporate Stock - Common	32,868	53,836
	Actavis PLC Com	Corporate Stock - Common	139,296	161,280
	ADR BHP Billiton Ltd Spronsored ADR	Corporate Stock - Common	115,346	93,161
	ADR Teva Pharmaceutical	Corporate Stock - Common	206,671	212,424
	ADR Total SA	Corporate Stock - Common	76,465	85,594
	ADR Unilever N V	Corporate Stock - Common	59,828	75,311
	ADR Wuxi Pharmatech Cayman	Corporate Stock - Common	43,168	53,655
	Affiliated Managers Group Inc Com Stk	Corporate Stock - Common	40,972	72,655
	Akorn Inc Com	Corporate Stock - Common	42,876	41,132
	Albemarle Corp Com	Corporate Stock - Common	36,338	40,062
	Alexander & Baldwin Inc	Corporate Stock - Common	95,738	124,773
	Allegheny Technologies Inc	Corporate Stock - Common	107,861	133,612
	Alliance Data Sys Corp	Corporate Stock - Common	56,722	109,116
	Allied World Assurance	Corporate Stock - Common	82,962	106,041
	Amazon Com Inc	Corporate Stock - Common	73,616	143,564
	Amerco Com	Corporate Stock - Common	35,139	80,866
	American Cap LTD Com Stk	Corporate Stock - Common	115,525	130,125
	American Express Co	Corporate Stock - Common	74,907	163,586
	American International Group Inc	Corporate Stock - Common	89,862	134,772
	American Tower Corp	Corporate Stock - Common	87,883	89,159
	Ametek Inc	Corporate Stock - Common	119,704	136,415
	Amgen Inc Com	Corporate Stock - Common	95,129	95,894
	AOL Inc Com Stk	Corporate Stock - Common	53,114	65,641
	Apple Inc	Corporate Stock - Common	138,281	265,966

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(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	AT&T Inc Com	Corporate Stock - Common	68,072	79,848
	Autoliv Inc	Corporate Stock - Common	56,382	80,968
	Autonation Inc	Corporate Stock - Common	39,036	51,777
	B/E Aerospace Inc Com	Corporate Stock - Common	45,396	60,138
	Berkshire Hathaway Inc	Corporate Stock - Common	57,283	80,621
	Borg Warner Inc Com	Corporate Stock - Common	83,413	106,229
	Bristol Myers Squibb Co Com	Corporate Stock - Common	212,842	330,806
	Cardinal Hlth Inc	Corporate Stock - Common	80,826	126,271
	Carrizo Oil & Gas Inc Com	Corporate Stock - Common	47,487	51,799
	Caseys Gen Stores Inc Com	Corporate Stock - Common	43,171	52,687
	Caterpillar Inc Com	Corporate Stock - Common	108,804	114,421
	CBRE Group Inc CL	Corporate Stock - Common	53,366	73,219
	Celgene Corp Com	Corporate Stock - Common	104,419	308,352
	Chevron Corp Com	Corporate Stock - Common	136,692	161,509
	Chubb Corp Com	Corporate Stock - Common	64,175	98,369
	Ciena Corp Com	Corporate Stock - Common	31,195	33,550
	CIT Group Inc	Corporate Stock - Common	126,811	163,167
	Citigroup Inc Com New Com	Corporate Stock - Common	67,739	73,423
	CNO Finl Group Inc Com	Corporate Stock - Common	63,588	86,327
	Coca Cola Co Com	Corporate Stock - Common	64,758	79,026
	Colgate-Palmolive Co com	Corporate Stock - Common	13,429	74,992
	Comcast Corp New CL A SPL	Corporate Stock - Common	81,295	136,222
	Comcast Corp New-CL A	Corporate Stock - Common	70,885	151,218
	Comerica Inc Com	Corporate Stock - Common	89,148	130,260
	Conocophillips Com	Corporate Stock - Common	49,543	61,324
	Cooper Cos Inc Com	Corporate Stock - Common	82,252	125,078
	Costco Wholesale Corp New Com	Corporate Stock - Common	113,409	134,481
	CST Brands Inc Com	Corporate Stock - Common	76,176	86,659
	CSX Corp Com	Corporate Stock - Common	88,229	104,147
	Cullen/Frost Bankers Inc Com	Corporate Stock - Common	39,445	51,431
	Cummins Inc	Corporate Stock - Common	59,815	74,009
	Dana Hldg Corp Com	Corporate Stock - Common	47,946	40,986
	Danaher Corp Com	Corporate Stock - Common	90,415	132,784
	Deere & Co Com	Corporate Stock - Common	98,205	103,842
	Diageo PLC Sponsored ADR	Corporate Stock - Common	79,580	133,877
	Dillards Inc CL A Com	Corporate Stock - Common	30,448	37,912
	Discover Finl Svcs Com Stk	Corporate Stock - Common	46,609	69,378
	Dolby Laboratories Inc CL A Com Stk	Corporate Stock - Common	40,285	43,149
	Dominion Res Inc VA New Com	Corporate Stock - Common	81,586	110,232
	Dow Chemical Co	Corporate Stock - Common	31,337	43,823
	Duke Energy Corp	Corporate Stock - Common	42,446	42,648
	DuPont E I DE Nemours & Co Com	Corporate Stock - Common	109,496	140,400
	Ebay Inc Com	Corporate Stock - Common	56,791	60,928
	Ecolab Inc Com	Corporate Stock - Common	87,007	108,441
	Emerson Electric Co Com	Corporate Stock - Common	39,447	85,971
	Enbridge Inc Com	Corporate Stock - Common	59,188	78,886
	Encore Wire Corp Com	Corporate Stock - Common	47,823	92,140
	Enersys Com	Corporate Stock - Common	22,245	41,353
	Entegris Inc Com	Corporate Stock - Common	31,387	39,568
	Evercore Partners Inc CL A	Corporate Stock - Common	34,286	49,079
	Expedia Inc Del Com New	Corporate Stock - Common	57,608	99,962
	Express Scripts Hldg Co Com	Corporate Stock - Common	15,111	72,698
	Exxon Mobil Corp	Corporate Stock - Common	143,662	176,290
	F5 Networks Inc Com Stk	Corporate Stock - Common	39,868	44,703
	Facebook Inc Cl A	Corporate Stock - Common	98,933	122,438
	Fedex Corp Com	Corporate Stock - Common	54,568	94,888
	FEI Co Com	Corporate Stock - Common	30,584	53,527
	Finisar Corporation Com Stk	Corporate Stock - Common	31,279	32,794

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	First Rep Bk San Francisco Calif	Corporate Stock - Common	53,526	69,573
	Fleetcor Technologies Inc Com	Corporate Stock - Common	37,623	85,886
	FMC Corp Com	Corporate Stock - Common	98,598	123,000
	Foot Locker Inc Com	Corporate Stock - Common	61,892	79,565
	Gartner Inc Com	Corporate Stock - Common	51,114	77,160
	General Electric Co	Corporate Stock - Common	155,342	207,422
	General Mills Inc	Corporate Stock - Common	38,045	50,010
	Gentex Corp Com	Corporate Stock - Common	40,459	44,833
	GNC Hldgs Inc	Corporate Stock - Common	69,092	71,309
	Google Inc CL A	Corporate Stock - Common	172,914	337,334
	Gulfport Energy Corp	Corporate Stock - Common	141,280	190,713
	Halliburton Co Com	Corporate Stock - Common	73,205	117,233
	Hanger Inc Com	Corporate Stock - Common	15,097	21,126
	Heartland Pmt Sys Inc Com Stk	Corporate Stock - Common	32,549	60,556
	Helmerich & Payne Inc Com	Corporate Stock - Common	40,952	56,922
	Hershey Company Com Stk USD1	Corporate Stock - Common	77,029	133,205
	Home Depot Inc Com	Corporate Stock - Common	131,045	244,797
	Honeywell Intl Inc	Corporate Stock - Common	47,409	75,106
	Hyatt Hotels Corp Com	Corporate Stock - Common	106,274	122,166
	IAC/Interactive Corp Com	Corporate Stock - Common	65,301	101,318
	Incyte Corp Com	Corporate Stock - Common	7,612	21,619
	Informatica Corp Com	Corporate Stock - Common	35,550	42,703
	Intel Corp	Corporate Stock - Common	44,437	53,504
	Interactive Brokers Group Inc	Corporate Stock - Common	20,673	21,590
	International Business Machs Corp Com	Corporate Stock - Common	89,026	98,662
	Interxion Hldg NV Com	Corporate Stock - Common	24,139	24,389
	Intl Game Tech Com	Corporate Stock - Common	53,834	54,498
	Intl Paper Co Com	Corporate Stock - Common	45,737	46,579
	Intrepid Potash Inc Com	Corporate Stock - Common	92,342	82,526
	Investors Bancorp Inc Com Stk	Corporate Stock - Common	52,132	79,298
	ISIS Pharmaceuticals Calif Com	Corporate Stock - Common	51,617	53,625
	Janus Cap Group Inc Com	Corporate Stock - Common	28,860	40,920
	Jazz Pharmaceuticals PLC Com	Corporate Stock - Common	36,160	63,153
	Johnson & Johnson Com	Corporate Stock - Common	92,485	174,937
	Johnson CTL Inc	Corporate Stock - Common	123,035	148,873
	JPMorgan Chase & Co	Corporate Stock - Common	226,267	322,868
	Kapstone Paper & Packaging	Corporate Stock - Common	23,367	58,653
	Keryx Biopharmaceuticals Inc Com	Corporate Stock - Common	22,046	19,995
	Keycorp New Com	Corporate Stock - Common	58,508	90,585
	Kimberly-Clark Corp	Corporate Stock - Common	43,946	67,063
	Kinder Morgan Inc Del Com	Corporate Stock - Common	99,527	106,992
	Las Vegas Sands Corp Com Stk	Corporate Stock - Common	57,608	87,546
	Lennar Corp Cl A	Corporate Stock - Common	89,705	84,263
	Leucadia Natl Corp Com	Corporate Stock - Common	49,223	55,546
	Lorillard Inc	Corporate Stock - Common	52,886	77,642
	LSB Inds Inc Com	Corporate Stock - Common	78,577	96,807
	M D C Hldgs Inc Com	Corporate Stock - Common	86,323	86,726
	Manhattan Assoc Inc	Corporate Stock - Common	20,421	21,381
	Marathon Oil Corp Com	Corporate Stock - Common	39,891	47,302
	Marathon Pete Corp	Corporate Stock - Common	25,547	61,734
	Markettaxess Hldgs Inc	Corporate Stock - Common	19,883	20,061
	McDonalds Corp	Corporate Stock - Common	101,543	116,727
	Meadwest Vaco Corp	Corporate Stock - Common	41,541	58,719
	Medivation Inc	Corporate Stock - Common	30,331	29,995
	Mercadolibre Inc Com	Corporate Stock - Common	63,881	76,639
	Merck & Co Inc	Corporate Stock - Common	84,363	111,962
	Metlife Inc	Corporate Stock - Common	30,272	33,808
	Microsoft Corp Com	Corporate Stock - Common	48,241	70,219

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	Momenta Pharmaceuticals Inc	Corporate Stock - Common	20,522	20,774
	Mondelez Intl Inc Com	Corporate Stock - Common	159,194	202,481
	Monsanto Co New Com	Corporate Stock - Common	94,965	124,709
	Motorola Solutions	Corporate Stock - Common	47,464	54,000
	National Oilwell Varco	Corporate Stock - Common	104,273	145,222
	Neustar Inc Cl A	Corporate Stock - Common	40,251	40,785
	Newmont Mining Corp	Corporate Stock - Common	40,648	20,865
	News Corp	Corporate Stock - Common	126,174	141,817
	Nextera Energy Inc	Corporate Stock - Common	66,655	101,374
	Nielsen Holdings BV	Corporate Stock - Common	90,421	118,855
	Nordson Corp Com	Corporate Stock - Common	37,724	55,725
	Northeast Utilities	Corporate Stock - Common	40,327	49,088
	Northern Trust Corp Com	Corporate Stock - Common	66,937	78,910
	Northrop Grumman Corp Com	Corporate Stock - Common	40,578	79,081
	NXP Semiconductors	Corporate Stock - Common	29,553	68,022
	Occidental Petroleum	Corporate Stock - Common	88,553	86,921
	Old Dominion Fght Line Inc	Corporate Stock - Common	39,906	41,409
	OshKosh Corporation	Corporate Stock - Common	129,480	165,246
	Owens Corning New Com	Corporate Stock - Common	129,263	138,448
	Paccar Inc Com	Corporate Stock - Common	54,266	71,596
	Parexel Intl Corp	Corporate Stock - Common	26,267	35,466
	Pepsico Inc Com	Corporate Stock - Common	20,466	68,674
	Petsmart Inc Com	Corporate Stock - Common	60,088	76,460
	Pfizer Inc Com Stk	Corporate Stock - Common	77,048	106,807
	Philip Morris Intl	Corporate Stock - Common	102,646	127,733
	Phillips 66 Com	Corporate Stock - Common	15,550	33,320
	Pioneer Nat Res Co Com Stk	Corporate Stock - Common	79,647	119,646
	Plans All Amern Pipeln Unit	Corporate Stock - Common	51,885	61,089
	Plum Creek Timber Co Inc	Corporate Stock - Common	86,388	92,555
	Polaris Inds Inc Com	Corporate Stock - Common	44,992	90,442
	PPG Ind Inc Com	Corporate Stock - Common	74,052	115,693
	Praxair Inc	Corporate Stock - Common	60,840	77,628
	Precision Castparts Corp	Corporate Stock - Common	93,158	161,580
	Priceline Com Inc	Corporate Stock - Common	104,119	174,360
	Procter & Gamble Co Com	Corporate Stock - Common	102,977	175,439
	Prudential Finl Inc	Corporate Stock - Common	82,100	123,759
	Pub Service Enterprise Group Inc	Corporate Stock - Common	37,041	36,942
	Qualcomm Inc Com	Corporate Stock - Common	97,083	133,650
	Range Res Corp Com	Corporate Stock - Common	31,076	37,940
	Raymond James Fncl Inc Com Stk	Corporate Stock - Common	60,376	82,982
	Raytheon Co USD	Corporate Stock - Common	73,379	137,773
	Robert Half Intl Inc Com	Corporate Stock - Common	68,400	86,373
	Rovi Corp Com	Corporate Stock - Common	37,375	29,338
	Ryman Hospitality PPTYS Inc	Corporate Stock - Common	73,355	89,409
	Salesforce Com Inc Com Stk	Corporate Stock - Common	109,215	151,221
	Salix Pharmaceuticals LTD	Corporate Stock - Common	35,834	47,398
	Sally Beauty Hldgs Inc Com Stk	Corporate Stock - Common	20,631	22,854
	Schlumberger LTD	Corporate Stock - Common	56,581	61,815
	Schnitzer Stl Inds Inc Cl A	Corporate Stock - Common	67,886	64,360
	Seacor Hldgs Inc Com	Corporate Stock - Common	80,072	93,024
	Sempra Energy Inc	Corporate Stock - Common	32,110	53,856
	Signet Jewelers Ltd Ord	Corporate Stock - Common	65,347	99,241
	Silgan Hldgs Inc Com	Corporate Stock - Common	46,960	53,542
	Sinclair Broadcast Group Inc	Corporate Stock - Common	72,962	97,543
	Starbucks Corp	Corporate Stock - Common	71,421	119,937
	State Str Corp Com	Corporate Stock - Common	74,901	114,488
	Sun TR Banks Inc	Corporate Stock - Common	66,338	83,632
	Suncor Energy Inc	Corporate Stock - Common	87,428	84,821

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets for Investment Purposes
(Held at End of Year)
December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	Susser Hldgs Corp Com	Corporate Stock - Common	120,526	167,000
	Tech Data Corp Com	Corporate Stock - Common	55,856	55,728
	Thermo Fisher Corp	Corporate Stock - Common	94,594	201,544
	Tibco Software Inc Com	Corporate Stock - Common	53,266	52,918
	Toronto Dominion BK Ont Com new	Corporate Stock - Common	52,415	61,727
	Total Sys Svcs Inc Com	Corporate Stock - Common	61,575	86,162
	Towers Watson & Co Cl A Com Stk	Corporate Stock - Common	40,035	81,415
	Travelers Cos Inc	Corporate Stock - Common	99,607	156,634
	Tribune Co Cl A	Corporate Stock - Common	114,615	161,766
	Tyco International LTD	Corporate Stock - Common	143,832	147,334
	United Parcel Svc Inc Cl B	Corporate Stock - Common	57,764	72,400
	United Rentals Inc	Corporate Stock - Common	50,795	105,310
	United Technologies Corp Com	Corporate Stock - Common	281,894	414,460
	Universal American Corp Com stk	Corporate Stock - Common	27,716	19,557
	Unvl Health Services Inc Cl B	Corporate Stock - Common	46,067	80,854
	US Bancorp	Corporate Stock - Common	59,671	91,425
	UTD Therapeutics Corp Del	Corporate Stock - Common	15,067	29,740
	Vail Resorts Inc Com	Corporate Stock - Common	36,054	61,689
	Valero Energy Corp	Corporate Stock - Common	51,195	115,416
	Valmont Inds Inc Com	Corporate Stock - Common	47,540	53,683
	Verizon Communications	Corporate Stock - Common	127,224	162,211
	VF Corp	Corporate Stock - Common	119,881	194,251
	Viacom Inc New Cl B	Corporate Stock - Common	72,585	130,137
	Visa Inc Com Cl A	Corporate Stock - Common	173,652	278,350
	Visteon Corp Com	Corporate Stock - Common	139,635	208,328
	Wabtec Corp Com	Corporate Stock - Common	49,108	86,302
	Walgreen Co Com	Corporate Stock - Common	49,073	92,478
	Wal-Mart Stores Inc Com	Corporate Stock - Common	91,552	132,199
	Walt Disney Co	Corporate Stock - Common	91,604	149,744
	Wells Fargo & Co	Corporate Stock - Common	113,500	176,016
	Western Union Co	Corporate Stock - Common	74,199	71,243
	Weyerhauser Co	Corporate Stock - Common	52,939	78,073
	White Mountains insurance Group	Corporate Stock - Common	113,515	126,647
	Whiting Pete Corp	Corporate Stock - Common	49,526	63,788
	Whole Foods Mkt Inc Com	Corporate Stock - Common	64,281	79,805
	Williams Sonoma Inc Com	Corporate Stock - Common	50,477	63,059
	Wisdomtree Invts Inc	Corporate Stock - Common	40,831	42,840
	Wyndham Worldwide Corp Com Stk	Corporate Stock - Common	38,545	61,899
	XL Group PLC Ord	Corporate Stock - Common	48,986	63,266
	3M Co Com	Corporate Stock - Common	102,039	176,575
	5th 3rd Bancorp Com	Corporate Stock - Common	53,156	71,713
		Total Corporate Stock-Common	$ 16,891,378	$ 23,423,917
	RCP Fund I	Partnership/Joint Venture Interests	$ 1,562,761	$ 455,446
	RCP Fund II	Partnership/Joint Venture Interests	1,527,122	928,558
		Total Partnership/Joint Venture Interests	$ 3,089,883	$ 1,384,004
	Coltv Short Term Invt FD	Value of Interest in Common/Collective Trusts:	$ 2,176,531	$ 2,176,531
		Total Value of Interest in Common/Collective Trusts:	$ 2,176,531	$ 2,176,531
	MFC Ishares Inc MSCI Emerging Mkts	Value of Interest in Registered Investment Companies	$ 1,296,637	$ 1,218,217
	MFC Vanguard Star FD	Value of Interest in Registered Investment Companies	5,228,297	5,523,052
	MFC Vanguard Total Stk	Value of Interest in Registered Investment Companies	6,042,668	7,043,406
	MFO Lazard FDS Inc Emerging Mkts	Value of Interest in Registered Investment Companies	3,219,990	3,247,759
	MFO Putnam FDS TR	Value of Interest in Registered Investment Companies	5,700,000	5,705,672

MARITZ HOLDINGS INC. RETIREMENT PLAN

EIN#43-0393480 PLAN 001

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December 31, 2013
(See Independent Auditor's Report)

(a)	(b) Issuer	(c) Description of Investment	(d) Cost Value	(e) Current Value
	MFO RS Invt Tr Global Natural Res FD	Value of Interest in Registered Investment Companies	1,473,092	1,433,293
	MFO Thornburg Intl Value Fd	Value of Interest in Registered Investment Companies	3,555,045	4,376,948
	MFO William Blair Intl Growth Fd	Value of Interest in Registered Investment Companies	3,797,744	4,432,325
		Total Value of Int in Registered Investment Co	$ 30,313,473	$ 32,980,672
	Canyon Value Realization	Other	$ 735,200	$ 4,002,153
	CF ACL Alternative Sac Ltd USD	Other	2,464,724	2,065,134
	CF Selectinvest Institutional ARV LTD	Other	416,263	556,112
	Goldentree Offshore LTD	Other	90,836	4,099,949
*	Pointer Offshore LTD	Other	5,171,200	8,023,216
*	Skybridge Multi Advisors Hedge Fund	Other	6,379,281	8,893,064
*	Weatherlow Offshore II LTD	Other	3,100,585	4,299,417
	Los Angeles Calif Cmnty College Dist	Municipal Bonds	477,017	429,399
		Total Other	$ 18,835,106	$ 32,368,444
		Ending value	$ 112,551,957	$ 134,635,147

* Indicates party-in-interest to the Plan.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2013

	Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1	Shortfall	01/01/2013	6,342,112	7	6,342,112	1,067,413
2	Shortfall	01/01/2012	(11,785,914)	6	(10,515,147)	(2,000,359)
3	Shortfall	01/01/2011	(1,342,119)	5	(999,663)	(220,818)
4	Shortfall	01/01/2010	17,412,165	4	10,800,759	2,910,040
5	Shortfall	01/01/2009	1,711,264	3	920,617	322,642
6	Shortfall	01/01/2008	15,221,386	2	4,916,833	2,521,065
Total					11,465,511	4,599,983