

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information								
1a Name of plan <u>VISUAL EDGE TECHNOLOGY, INC. 401(K) SAVINGS & RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1988</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1988</u>					
1b Three-digit plan number (PN) ▶	<u>001</u>								
1c Effective date of plan <u>01/01/1988</u>									
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>VISUAL EDGE TECHNOLOGY, INC.</u> <u>3874 HIGHLAND PARK NW</u> <u>NORTH CANTON, OH 44720</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>94-2991858</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>330-491-3303</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>423400</u></td> </tr> <tr> <td colspan="2" style="height: 40px;"></td> </tr> </table>	2b Employer Identification Number (EIN) <u>94-2991858</u>		2c Sponsor's telephone number <u>330-491-3303</u>		2d Business code (see instructions) <u>423400</u>			
2b Employer Identification Number (EIN) <u>94-2991858</u>									
2c Sponsor's telephone number <u>330-491-3303</u>									
2d Business code (see instructions) <u>423400</u>									

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

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

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/15/2014</u>	<u>DEBRA PYLES</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/15/2014</u>	<u>DEBRA PYLES</u>
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2013)
v. 130118

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	162
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	104
b Retired or separated participants receiving benefits		6b	0
c Other retired or separated participants entitled to future benefits.....		6c	43
d Subtotal. Add lines 6a , 6b , and 6c		6d	147
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	0
f Total. Add lines 6d and 6e		6f	147
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	107
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	2
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan VISUAL EDGE TECHNOLOGY, INC. 401(K) SAVINGS & RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 VISUAL EDGE TECHNOLOGY, INC.	D Employer Identification Number (EIN) 94-2991858

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

(a) Name of insurance carrier

PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	007920	147	01/01/2013	12/31/2013

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end	4	946000
5 Current value of plan's interest under this contract in separate accounts at year end	5	0

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ **GUARANTEED GENERAL ACCOUNT CONTRACT**

b Balance at the end of the previous year	7b	1188884
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c Additions: (1) Contributions deposited during the year	7c(1)	67561	
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)	14913	
(4) Transferred from separate account	7c(4)		
(5) Other (specify below)	7c(5)	102717	
▶ LOAN REPAYMENTS TRANSFERS IN MISCELLANEOUS IN			

(6) Total additions	7c(6)	185191
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d Total of balance and additions (add lines 7b and 7c(6))	7d	1374075
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	285282	
(2) Administration charge made by carrier	7e(2)	688	
(3) Transferred to separate account	7e(3)		
(4) Other (specify below)	7e(4)	142105	
▶ LOAN INITIATIONS TRANSFERS OUT, MISCELLANEOUS OUT FORFEITURES DEBITS			

(5) Total deductions	7e(5)	428075
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	946000
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Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

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

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013		
A Name of plan VISUAL EDGE TECHNOLOGY, INC. 401(K) SAVINGS & RETIREMENT PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 VISUAL EDGE TECHNOLOGY, INC.	D Employer Identification Number (EIN) 94-2991858	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

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

06-1050034

(b) Enter name and EIN or address of person who provided you disclosure 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)

INDEPENDENT FINANCIAL PARTNERS

59-3331424

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	NONE	16038	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(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?
13 15 37 50 64	NONE	4030	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(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?
13 15 37 50 64	NONE	0	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND	15 64	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL RETIREMENT INSURANCE AND 06-1050034	60.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 12/31/2013 GUARANTEED INCOME FUND	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 12/31/2013 PRU HIGH YLD A	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 12/31/2013 PRU JENN SMALL COMPANY A	

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 H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>VISUAL EDGE TECHNOLOGY, INC. 401(K) SAVINGS & RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>VISUAL EDGE TECHNOLOGY, INC.</u>	D Employer Identification Number (EIN) <u>94-2991858</u>	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets	(a) Beginning of Year	(b) End of Year
a	Total noninterest-bearing cash	1a	
b	Receivables (less allowance for doubtful accounts):		
	(1) Employer contributions.....	1b(1)	
	(2) Participant contributions.....	1b(2)	
	(3) Other.....	1b(3)	
c	General investments:		
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	
	(2) U.S. Government securities	1c(2)	
	(3) Corporate debt instruments (other than employer securities):		
	(A) Preferred	1c(3)(A)	
	(B) All other.....	1c(3)(B)	
	(4) Corporate stocks (other than employer securities):		
	(A) Preferred	1c(4)(A)	
	(B) Common.....	1c(4)(B)	
	(5) Partnership/joint venture interests	1c(5)	
	(6) Real estate (other than employer real property).....	1c(6)	
	(7) Loans (other than to participants)	1c(7)	
	(8) Participant loans.....	1c(8)	117287
	(9) Value of interest in common/collective trusts	1c(9)	178252
	(10) Value of interest in pooled separate accounts	1c(10)	
	(11) Value of interest in master trust investment accounts	1c(11)	
	(12) Value of interest in 103-12 investment entities.....	1c(12)	
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	3779240
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	4107283
	(15) Other.....	1c(15)	1188884
			946000

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5085411	5231535

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5085411	5231535
---	-----------	---------	---------

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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	17740	
(B) Participants	2a(1)(B)	234778	
(C) Others (including rollovers)	2a(1)(C)	23268	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		275786

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	5468	
(F) Other	2b(1)(F)	14914	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		20382

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	55765	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		55765

(3) Rents	2b(3)		
-----------------	--------------	--	--

(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		838290
c Other income	2c		16042
d Total income. Add all income amounts in column (b) and enter total	2d		1206265

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1038098	
(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)		1038098
f Corrective distributions (see instructions)	2f		1799
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)		
(4) Other	2i(4)	20244	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		20244
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1060141

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		146124
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

☒ Yes ☐ No

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

(1) Name: SS & G INC.

(2) EIN: 34-1945695

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a	X		1215
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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

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

A Name of plan <u>VISUAL EDGE TECHNOLOGY, INC. 401(K) SAVINGS & RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>VISUAL EDGE TECHNOLOGY, INC.</u>	D Employer Identification Number (EIN) <u>94-2991858</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>22-1211670</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

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

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

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

**VISUAL EDGE
TECHNOLOGY, INC.
401(k) SAVINGS
AND RETIREMENT PLAN**

***FINANCIAL
STATEMENTS AND
SUPPLEMENTAL
SCHEDULES***

***FOR THE
YEARS ENDED
DECEMBER 31,
2013 AND 2012***

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

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INDEPENDENT AUDITORS' REPORT

Akron Office
301 Springside Drive
Akron, OH 44333
330-668-9696
fax: 330-668-2538
www.SSandG.com

To the Plan Administrator
Visual Edge Technology, Inc.
401(k) Savings and Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Visual Edge Technology, Inc. 401(k) Savings and 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, 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.

Auditors' 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 Notes C and E, which was certified by Prudential Bank & Trust, F.S.B. and Prudential Retirement Insurance and Annuity Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The Plan administrator has obtained a certification from the trustees as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan administrator by the trustees is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

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

Report on Form and Content in Compliance With Department of Labor Rules and Regulations

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



September 30, 2014

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**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	DECEMBER 31,	
	2013	2012
ASSETS		
Investments, at fair value:		
Mutual funds	\$ 4,107,283	\$ 3,779,240
General insurance account	946,000	1,188,884
Total investments	5,053,283	4,968,124
Notes receivable from participants	178,252	117,287
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 5,231,535</u>	<u>\$ 5,085,411</u>

See accompanying notes to financial statements.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS**

	FOR THE YEARS ENDED DECEMBER 31,	
	2013	2012
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest and dividends	\$ 70,679	\$ 92,174
Other income	16,042	16,036
Net appreciation in fair value of investments	838,290	453,221
	925,011	561,431
Interest on notes receivable from participants	5,468	7,443
Contributions:		
Participant	234,778	241,017
Employer - match	17,740	17,045
Rollover	23,268	-
	275,786	258,062
TOTAL ADDITIONS	1,206,265	826,936
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	1,039,897	893,367
Administrative expenses and other	20,244	19,654
TOTAL DEDUCTIONS	1,060,141	913,021
NET INCREASE (DECREASE)	146,124	(86,085)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	5,085,411	5,171,496
End of year	\$ 5,231,535	\$ 5,085,411

See accompanying notes to financial statements.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan

The following description of the Visual Edge Technology, Inc. 401(k) Savings and Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all non-union employees, as defined, of Visual Edge Technology, Inc., Graphic Enterprises, Inc., Graphic Enterprises Office Solutions Inc., and Copeco, Inc. (the Companies) who have completed six months of service, as defined, and attained 21 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended in 2012 to provide that assets held under any expense reimbursement account may first be used to pay outstanding administrative expenses prior to using any available forfeitures.

Contributions

Participants may make voluntary 401(k) contributions from 1% to 100% of their compensation each year. In addition, the Plan allows for employer matching contributions. The Companies authorized matching contributions are equal to 10% of the first 6% of participant compensation contributed to the Plan for 2013 and 2012. Profit sharing contributions may be made to the Plan solely at the discretion of the Companies' Board of Directors. There were no discretionary profit sharing contributions authorized for 2013 and 2012. The Companies and participant contributions are subject to the limitations imposed under Internal Revenue Code Sec. 404(a)(3)(A).

Participant accounts

Each participant's account is credited with the participant's voluntary 401(k) contributions, any contributions by the Companies, and earnings or losses on those contributions. The Companies' discretionary profit sharing contributions are allocated pro rata based on the participant's compensation in relation to the compensation of all participants employed at the end of the plan year with 1,000 hours of service, as defined.

Vesting

Participants are immediately vested in voluntary contributions, plus actual earnings thereon. The employer matching contributions and discretionary profit sharing contributions are subject to a vesting schedule, as defined, with the participant being fully vested after six years of credited service.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan, continued

Forfeitures

Forfeitures are used to pay expenses of the Plan or to reduce future employer contributions to the Plan. During 2013 and 2012, forfeitures totaling \$389 and \$2,830, respectively, were utilized. As of December 31, 2013 and 2012, there were no unallocated forfeitures.

Notes receivable from participants

Participants may borrow against their account balance up to a maximum equal to the lesser of \$50,000 or 50% of the participant's account balance under the Plan, as defined. The loans are secured by the balance in the participant's account and bear interest at a reasonable rate commensurate with current interest rates charged for loans made under similar circumstances by persons in the business of lending money.

Payment of benefits

Upon death, disability, retirement or termination of services, a participant's voluntary contributions plus the vested amount of Company matching contributions, the vested amount of the Company's non-elective contributions, and earnings thereon are paid in a single lump sum payment as provided by the Plan. If the participant's account is between \$1,000 and \$5,000, the Plan may make an automatic rollover of the participant's vested interest in his or her account to a qualified individual retirement account. If the participant's account balance is less than \$1,000, the Plan may make an automatic lump-sum distribution to the participant equal to the participant's vested interest in his or her account. Distributions of a participant's account balance may be authorized at any time by the plan administrator under certain hardship conditions.

NOTE B – Summary of significant accounting policies

Basis of accounting

The financial statements and supplemental schedules are prepared using the accrual method of accounting.

Accounting 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 net assets available for benefits and changes therein. Actual results could vary from estimates that were used.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Basis of presentation of general insurance account

The Accounting Standards Codification (ASC) Topic on *Defined Contribution Pension Plans* requires that insurance contracts held by a defined-contribution plan be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the ASC Topic on *Defined Contribution Pension Plans*, the Statement of Net Assets Available for Benefits presents the fair value of the investment contract which approximates contract value at December 31, 2013 and 2012.

Investment valuation and income recognition

Assets of the Plan are held in separate accounts of a trust administered by Prudential Bank & Trust, F.S.B. (Prudential) and Prudential Retirement Insurance and Annuity Company (Prudential Retirement), representing investments in mutual funds and a general insurance account. See Note J for discussion of fair value measurements.

Investments of participants' voluntary contributions and any contributions from the Companies into these funds are at the direction of each participant. The accounts are credited with actual earnings on the underlying investments and charged for Plan withdrawals and administrative expenses.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

Payment of benefits

Benefits are recorded when paid.

Plan expenses

As provided by the Plan document, the Plan's administrative expenses are paid by either the Plan or the Companies, at the Companies' discretion.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Events occurring after reporting date

The Plan has evaluated subsequent events through September 30, 2014, the date the financial statements were available to be issued, and has determined that there were no subsequent events that have occurred through that date that have not already been reflected in the financial statements and/or disclosed in the notes thereto.

NOTE C – Investments

During 2013 and 2012, the Plan's mutual funds (including investments purchased, sold, as well as held during the year) appreciated in value by \$838,290 and \$453,221, respectively. The Plan's investments as of December 31, 2013 and 2012 were as follows:

	<u>2013</u>	<u>2012</u>
Guaranteed Income Fund	\$ 946,000 *	\$ 1,188,884 *
Goldman Sachs Mid Cap Value Fund A	-	422,610 *
Goldman Sachs Growth Opportunities Fund A	339,487 *	285,690 *
Prudential Jennison Small Company Fund A	-	34,277
Federated Capital Inc. Fund A	318,330 *	338,909 *
Goldman Sachs Small Cap Value Fund A	26,747	28,929
Oppenheimer Global Opportunity Fund A	313,035 *	272,585 *
Dreyfus Opportunity Mid Cap Value Fund A	19,841	8,212
Invesco Charter Fund A	-	216,136
PIMCO Total Return Fund A	326,749 *	468,228 *
Templeton Foreign R Fund	451,503 *	348,744 *
Oppenheimer Developing Markets A	52,322	48,223
Prudential High Yield A	79,718	58,953
Wells Fargo Advantage Growth Class A	589,124 *	451,676 *
Invesco Endeavor Fund A	113,915	124,751
PIMCO Real Estate Real Return Strategy Fund A	39,261	60,121
JPMorgan Equity Income Fund A	500,639 *	396,401 *
Lord Abbett Fundamental Equity A	-	214,795
American Century Medium Capital Value R Fund	430,621 *	-
Blackrock S&P 500 Stock Fund	4,785	-
Blackrock International Index A	4,839	-
Blackrock Small Cap Index Fund A	4,973	-
Clearbridge Small Cap Growth Fund A	29,385	-

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE C – Investments, continued

	<u>2013</u>	<u>2012</u>
JPMorgan Disciplined Equity A Fund	\$ <u>462,009</u> *	\$ <u>-</u>
	<u>\$ 5,053,283</u>	<u>\$ 4,968,124</u>

* Investment represents 5% or more of the Plan's net assets.

NOTE D – Investment contract with an insurance company

The Plan entered into a fully benefit-responsive investment contract with Prudential Retirement. Prudential Retirement maintains the contributions in a general account. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The general insurance account issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

As described in Note B, because the general insurance account is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the general insurance account. Contract value, as reported to the Plan by Prudential Retirement, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The concept of a value other than contract value does not apply, even upon discontinuance, in which case contract value would be paid no later than 90 days from the date the Companies provide notice to discontinue. This contract's operation is different than many other evergreen group annuity products in the market by virtue of the fact that a market value (fair value) adjustment does not apply upon discontinuance. There are not any specific securities in the general account that back the liabilities of this annuity contract, and it would be inappropriate to look to the market value of the securities within the insurer's general account to determine a fair value. The Plan owns a promise to pay interest at crediting rates which are announced in advance and guaranteed for a specified period of time as outlined in the group annuity contract. This product is not a traditional guaranteed income contract, and therefore, there are not any known cash flows that could be discounted. As a result, the contract value of the fully benefit-responsive investment contract is equal to fair value at December 31, 2013 and 2012.

There are no reserves against the contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than 1.5%. Such interest rates are reviewed on a semi-annual basis for resetting.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE D – Investment contract with an insurance company, continued

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under the Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The general insurance account does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

<i>Average yields:</i>	<u>2013</u>	<u>2012</u>
Based on actual earnings	1.50%	1.70%
Based on interest rate credited to participants	1.50%	1.70%

NOTE E – Information certified by trustees

In accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator has elected to restrict the scope of the auditor's examination with regard to statements or information prepared and certified by Prudential and Prudential Retirement, the trustees.

Prudential and Prudential Retirement have certified as to the completeness and accuracy of the investments and notes receivable from participants held at December 31, 2013 and 2012, the changes in net assets arising from investment activity, and the schedule of assets held for investment purposes as of December 31, 2013 and 2012, and for the years then ended.

NOTE F – Risks and uncertainties

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE G – Tax status

The Plan is a volume-submitter plan provided by Prudential Insurance Company of America which has received an opinion letter, dated March 31, 2008, from the Internal Revenue Service. The opinion letter states that the volume-submitter plan is acceptable under Section 401 of the Internal Revenue Code for use by employers for the benefit of their employees. Subsequently, the Plan has been amended. The Plan administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the Internal Revenue Code and, therefore, qualifies as tax exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the tax authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, 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 the Plan is no longer subject to income tax examinations for years prior to 2010.

NOTE H – Plan termination

Although they have not expressed any intent to do so, the Companies have the right under the Plan to discontinue their contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of termination of the Plan, all rights and benefits of the participants will become fully vested.

NOTE I – Party-in-interest transactions

Certain Plan investments are managed by Prudential and Prudential Retirement. Prudential and Prudential Retirement are the trustees as defined by the Plan and, therefore, these transactions qualify as party-in-interest.

NOTE J – Fair value measurements

The Accounting Standard Codification Topic on *Fair Value Measurements and Disclosures* 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 unobserved inputs (Level 3 measurements).

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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 measurements.

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.

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

Mutual funds: Valued at the net asset value of shares held by the Plan at year-end.

General insurance account: Valued at contract value which equals fair value as a fair value adjustment does not apply upon discontinuance. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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

	<u>Assets at Fair Value as of December 31, 2013</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 967,433	\$ -	\$ -	\$ 967,433
Large value	769,833	-	-	769,833
Large growth	680,707	-	-	680,707
Mid-cap growth	652,522	-	-	652,522
Mid-cap value	430,621	-	-	430,621
Intermediate-term bond	326,749	-	-	326,749
Mid-cap blend	133,756	-	-	133,756
High yield bond	79,718	-	-	79,718
Small blend	31,720	-	-	31,720
Small growth	29,385	-	-	29,385
Foreign large blend	<u>4,839</u>	<u>-</u>	<u>-</u>	<u>4,839</u>
Total mutual funds:	4,107,283	-	-	4,107,283
General insurance account	<u>-</u>	<u>-</u>	<u>946,000</u>	<u>946,000</u>
Balance at December 31, 2013	<u>\$ 4,107,283</u>	<u>\$ -</u>	<u>\$ 946,000</u>	<u>\$ 5,053,283</u>

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

	<u>Assets at Fair Value as of December 31, 2012</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 827,332	\$ -	\$ -	\$ 827,332
Large value	687,653	-	-	687,653
Large growth	560,020	-	-	560,020
Mid-cap growth	558,275	-	-	558,275
Intermediate-term bond	468,228	-	-	468,228
Mid-cap value	422,610	-	-	422,610
Mid-cap blend	132,963	-	-	132,963

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

	Assets at Fair Value as of December 31, 2012			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds, continued:				
High yield bond	\$ 58,953	\$ -	\$ -	\$ 58,953
Small growth	34,277	-	-	34,277
Small blend	<u>28,929</u>	<u>-</u>	<u>-</u>	<u>28,929</u>
Total mutual funds:	3,779,240	-	-	3,779,240
General insurance account	<u>-</u>	<u>-</u>	<u>1,188,884</u>	<u>1,188,884</u>
Balance at December 31, 2012	<u>\$ 3,779,240</u>	<u>\$ -</u>	<u>\$ 1,188,884</u>	<u>\$ 4,968,124</u>

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2013 and 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) <u>Years Ended December 31,</u>	
	<u>2013</u>	<u>2012</u>
Balance, beginning of year	\$ 1,188,884	\$ 1,164,350
Purchases	116,339	147,213
Sales	<u>(359,223)</u>	<u>(122,679)</u>
Balance, end of year	<u>\$ 946,000</u>	<u>\$ 1,188,884</u>

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurement

The following table presents certain quantitative information about the significant unobservable inputs used in the level 3 fair value measurements as of December 31, 2013:

<u>Instrument</u>	<u>Fair Value</u>	<u>Principal Valuation Technique</u>	<u>Significant Unobservable Inputs</u>	<u>Range of Significant Input Values</u>
General insurance account	\$946,000	Fair Value = Contract Value	Earnings at guaranteed crediting rate	Gross guaranteed crediting rate must be greater than contractual minimum credit rate

NOTE K – Prohibited transactions

During 2012, the Plan Sponsor failed to timely transmit participant contributions to the Plan. Such late contributions totaling \$1,215 were remitted to the Plan in November and December of 2012. The Plan Sponsor is in the process of correcting the late contributions in accordance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a) (b) Identity of Issue, Borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
* Guaranteed Income Fund	General Insurance Account	**	\$ 946,000
Goldman Sachs Growth Opportunities			
Fund A	Mutual Fund	**	339,487
Federated Capital Inc. Fund A	Mutual Fund	**	318,330
Goldman Sachs Small Cap Value Fund A	Mutual Fund	**	26,747
Oppenheimer Global Opportunity Fund A	Mutual Fund	**	313,035
Dreyfus Opportunity Mid Cap Value			
Fund A	Mutual Fund	**	19,841
PIMCO Total Return Fund A	Mutual Fund	**	326,749
Templeton Foreign R Fund	Mutual Fund	**	451,503
Oppenheimer Developing Markets A	Mutual Fund	**	52,322
* Prudential High Yield A	Mutual Fund	**	79,718
Wells Fargo Advantage Growth Class A	Mutual Fund	**	589,124
Invesco Endeavor Fund A	Mutual Fund	**	113,915
PIMCO Real Estate Real Return Strategy			
Fund A	Mutual Fund	**	39,261
JPMorgan Equity Income Fund A	Mutual Fund	**	500,639
American Century Medium Capital			
Value R Fund	Mutual Fund	**	430,621
Blackrock S&P 500 Stock Fund	Mutual Fund	**	4,785
Blackrock International Index A	Mutual Fund	**	4,839
Blackrock Small Cap Index Fund A	Mutual Fund	**	4,973
Clearbridge Small Cap Growth Fund A	Mutual Fund	**	29,385
JPMorgan Disciplined Equity A Fund	Mutual Fund	**	462,009
* Participant Loans		Loans maturing through 2018 with interest rates ranging from 4.25% to 8.25% and secured solely by a portion of the participants' vested accrued benefit.	
		\$ - 0 -	178,252
			<u>\$5,231,535</u>

* Indicates party-in-interest to the Plan.

** Cost is no longer required to be disclosed for participant directed investments.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

**SCHEDULE H, LINE 4a – SCHEDULE OF DELINQUENT
PARTICIPANT CONTRIBUTIONS**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check here if late participant loan repayments are included: ☐	\$ -	\$ 1,215	\$ -	\$ -

**VISUAL EDGE
TECHNOLOGY, INC.
401(k) SAVINGS
AND RETIREMENT PLAN**

***FINANCIAL
STATEMENTS AND
SUPPLEMENTAL
SCHEDULES***

***FOR THE
YEARS ENDED
DECEMBER 31,
2013 AND 2012***

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

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INDEPENDENT AUDITORS' REPORT

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To the Plan Administrator
Visual Edge Technology, Inc.
401(k) Savings and Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Visual Edge Technology, Inc. 401(k) Savings and 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, 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.

Auditors' 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 Notes C and E, which was certified by Prudential Bank & Trust, F.S.B. and Prudential Retirement Insurance and Annuity Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The Plan administrator has obtained a certification from the trustees as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan administrator by the trustees is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

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

Report on Form and Content in Compliance With Department of Labor Rules and Regulations

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



September 30, 2014

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**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	DECEMBER 31,	
	2013	2012
ASSETS		
Investments, at fair value:		
Mutual funds	\$ 4,107,283	\$ 3,779,240
General insurance account	946,000	1,188,884
Total investments	5,053,283	4,968,124
Notes receivable from participants	178,252	117,287
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 5,231,535</u>	<u>\$ 5,085,411</u>

See accompanying notes to financial statements.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS**

	FOR THE YEARS ENDED DECEMBER 31,	
	2013	2012
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest and dividends	\$ 70,679	\$ 92,174
Other income	16,042	16,036
Net appreciation in fair value of investments	838,290	453,221
	925,011	561,431
Interest on notes receivable from participants	5,468	7,443
Contributions:		
Participant	234,778	241,017
Employer - match	17,740	17,045
Rollover	23,268	-
	275,786	258,062
TOTAL ADDITIONS	1,206,265	826,936
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	1,039,897	893,367
Administrative expenses and other	20,244	19,654
TOTAL DEDUCTIONS	1,060,141	913,021
NET INCREASE (DECREASE)	146,124	(86,085)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	5,085,411	5,171,496
End of year	\$ 5,231,535	\$ 5,085,411

See accompanying notes to financial statements.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan

The following description of the Visual Edge Technology, Inc. 401(k) Savings and Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all non-union employees, as defined, of Visual Edge Technology, Inc., Graphic Enterprises, Inc., Graphic Enterprises Office Solutions Inc., and Copeco, Inc. (the Companies) who have completed six months of service, as defined, and attained 21 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended in 2012 to provide that assets held under any expense reimbursement account may first be used to pay outstanding administrative expenses prior to using any available forfeitures.

Contributions

Participants may make voluntary 401(k) contributions from 1% to 100% of their compensation each year. In addition, the Plan allows for employer matching contributions. The Companies authorized matching contributions are equal to 10% of the first 6% of participant compensation contributed to the Plan for 2013 and 2012. Profit sharing contributions may be made to the Plan solely at the discretion of the Companies' Board of Directors. There were no discretionary profit sharing contributions authorized for 2013 and 2012. The Companies and participant contributions are subject to the limitations imposed under Internal Revenue Code Sec. 404(a)(3)(A).

Participant accounts

Each participant's account is credited with the participant's voluntary 401(k) contributions, any contributions by the Companies, and earnings or losses on those contributions. The Companies' discretionary profit sharing contributions are allocated pro rata based on the participant's compensation in relation to the compensation of all participants employed at the end of the plan year with 1,000 hours of service, as defined.

Vesting

Participants are immediately vested in voluntary contributions, plus actual earnings thereon. The employer matching contributions and discretionary profit sharing contributions are subject to a vesting schedule, as defined, with the participant being fully vested after six years of credited service.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan, continued

Forfeitures

Forfeitures are used to pay expenses of the Plan or to reduce future employer contributions to the Plan. During 2013 and 2012, forfeitures totaling \$389 and \$2,830, respectively, were utilized. As of December 31, 2013 and 2012, there were no unallocated forfeitures.

Notes receivable from participants

Participants may borrow against their account balance up to a maximum equal to the lesser of \$50,000 or 50% of the participant's account balance under the Plan, as defined. The loans are secured by the balance in the participant's account and bear interest at a reasonable rate commensurate with current interest rates charged for loans made under similar circumstances by persons in the business of lending money.

Payment of benefits

Upon death, disability, retirement or termination of services, a participant's voluntary contributions plus the vested amount of Company matching contributions, the vested amount of the Company's non-elective contributions, and earnings thereon are paid in a single lump sum payment as provided by the Plan. If the participant's account is between \$1,000 and \$5,000, the Plan may make an automatic rollover of the participant's vested interest in his or her account to a qualified individual retirement account. If the participant's account balance is less than \$1,000, the Plan may make an automatic lump-sum distribution to the participant equal to the participant's vested interest in his or her account. Distributions of a participant's account balance may be authorized at any time by the plan administrator under certain hardship conditions.

NOTE B – Summary of significant accounting policies

Basis of accounting

The financial statements and supplemental schedules are prepared using the accrual method of accounting.

Accounting 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 net assets available for benefits and changes therein. Actual results could vary from estimates that were used.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Basis of presentation of general insurance account

The Accounting Standards Codification (ASC) Topic on *Defined Contribution Pension Plans* requires that insurance contracts held by a defined-contribution plan be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the ASC Topic on *Defined Contribution Pension Plans*, the Statement of Net Assets Available for Benefits presents the fair value of the investment contract which approximates contract value at December 31, 2013 and 2012.

Investment valuation and income recognition

Assets of the Plan are held in separate accounts of a trust administered by Prudential Bank & Trust, F.S.B. (Prudential) and Prudential Retirement Insurance and Annuity Company (Prudential Retirement), representing investments in mutual funds and a general insurance account. See Note J for discussion of fair value measurements.

Investments of participants' voluntary contributions and any contributions from the Companies into these funds are at the direction of each participant. The accounts are credited with actual earnings on the underlying investments and charged for Plan withdrawals and administrative expenses.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

Payment of benefits

Benefits are recorded when paid.

Plan expenses

As provided by the Plan document, the Plan's administrative expenses are paid by either the Plan or the Companies, at the Companies' discretion.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Events occurring after reporting date

The Plan has evaluated subsequent events through September 30, 2014, the date the financial statements were available to be issued, and has determined that there were no subsequent events that have occurred through that date that have not already been reflected in the financial statements and/or disclosed in the notes thereto.

NOTE C – Investments

During 2013 and 2012, the Plan's mutual funds (including investments purchased, sold, as well as held during the year) appreciated in value by \$838,290 and \$453,221, respectively. The Plan's investments as of December 31, 2013 and 2012 were as follows:

	<u>2013</u>	<u>2012</u>
Guaranteed Income Fund	\$ 946,000 *	\$ 1,188,884 *
Goldman Sachs Mid Cap Value Fund A	-	422,610 *
Goldman Sachs Growth Opportunities Fund A	339,487 *	285,690 *
Prudential Jennison Small Company Fund A	-	34,277
Federated Capital Inc. Fund A	318,330 *	338,909 *
Goldman Sachs Small Cap Value Fund A	26,747	28,929
Oppenheimer Global Opportunity Fund A	313,035 *	272,585 *
Dreyfus Opportunity Mid Cap Value Fund A	19,841	8,212
Invesco Charter Fund A	-	216,136
PIMCO Total Return Fund A	326,749 *	468,228 *
Templeton Foreign R Fund	451,503 *	348,744 *
Oppenheimer Developing Markets A	52,322	48,223
Prudential High Yield A	79,718	58,953
Wells Fargo Advantage Growth Class A	589,124 *	451,676 *
Invesco Endeavor Fund A	113,915	124,751
PIMCO Real Estate Real Return Strategy Fund A	39,261	60,121
JPMorgan Equity Income Fund A	500,639 *	396,401 *
Lord Abbett Fundamental Equity A	-	214,795
American Century Medium Capital Value R Fund	430,621 *	-
Blackrock S&P 500 Stock Fund	4,785	-
Blackrock International Index A	4,839	-
Blackrock Small Cap Index Fund A	4,973	-
Clearbridge Small Cap Growth Fund A	29,385	-

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE C – Investments, continued

	<u>2013</u>	<u>2012</u>
JPMorgan Disciplined Equity A Fund	\$ <u>462,009</u> *	\$ <u>-</u>
	<u>\$ 5,053,283</u>	<u>\$ 4,968,124</u>

* Investment represents 5% or more of the Plan's net assets.

NOTE D – Investment contract with an insurance company

The Plan entered into a fully benefit-responsive investment contract with Prudential Retirement. Prudential Retirement maintains the contributions in a general account. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The general insurance account issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

As described in Note B, because the general insurance account is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the general insurance account. Contract value, as reported to the Plan by Prudential Retirement, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The concept of a value other than contract value does not apply, even upon discontinuance, in which case contract value would be paid no later than 90 days from the date the Companies provide notice to discontinue. This contract's operation is different than many other evergreen group annuity products in the market by virtue of the fact that a market value (fair value) adjustment does not apply upon discontinuance. There are not any specific securities in the general account that back the liabilities of this annuity contract, and it would be inappropriate to look to the market value of the securities within the insurer's general account to determine a fair value. The Plan owns a promise to pay interest at crediting rates which are announced in advance and guaranteed for a specified period of time as outlined in the group annuity contract. This product is not a traditional guaranteed income contract, and therefore, there are not any known cash flows that could be discounted. As a result, the contract value of the fully benefit-responsive investment contract is equal to fair value at December 31, 2013 and 2012.

There are no reserves against the contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than 1.5%. Such interest rates are reviewed on a semi-annual basis for resetting.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE D – Investment contract with an insurance company, continued

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under the Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The general insurance account does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

<i>Average yields:</i>	<u>2013</u>	<u>2012</u>
Based on actual earnings	1.50%	1.70%
Based on interest rate credited to participants	1.50%	1.70%

NOTE E – Information certified by trustees

In accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator has elected to restrict the scope of the auditor's examination with regard to statements or information prepared and certified by Prudential and Prudential Retirement, the trustees.

Prudential and Prudential Retirement have certified as to the completeness and accuracy of the investments and notes receivable from participants held at December 31, 2013 and 2012, the changes in net assets arising from investment activity, and the schedule of assets held for investment purposes as of December 31, 2013 and 2012, and for the years then ended.

NOTE F – Risks and uncertainties

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE G – Tax status

The Plan is a volume-submitter plan provided by Prudential Insurance Company of America which has received an opinion letter, dated March 31, 2008, from the Internal Revenue Service. The opinion letter states that the volume-submitter plan is acceptable under Section 401 of the Internal Revenue Code for use by employers for the benefit of their employees. Subsequently, the Plan has been amended. The Plan administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the Internal Revenue Code and, therefore, qualifies as tax exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the tax authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, 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 the Plan is no longer subject to income tax examinations for years prior to 2010.

NOTE H – Plan termination

Although they have not expressed any intent to do so, the Companies have the right under the Plan to discontinue their contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of termination of the Plan, all rights and benefits of the participants will become fully vested.

NOTE I – Party-in-interest transactions

Certain Plan investments are managed by Prudential and Prudential Retirement. Prudential and Prudential Retirement are the trustees as defined by the Plan and, therefore, these transactions qualify as party-in-interest.

NOTE J – Fair value measurements

The Accounting Standard Codification Topic on *Fair Value Measurements and Disclosures* 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 unobserved inputs (Level 3 measurements).

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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 measurements.

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.

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

Mutual funds: Valued at the net asset value of shares held by the Plan at year-end.

General insurance account: Valued at contract value which equals fair value as a fair value adjustment does not apply upon discontinuance. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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

	<u>Assets at Fair Value as of December 31, 2013</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 967,433	\$ -	\$ -	\$ 967,433
Large value	769,833	-	-	769,833
Large growth	680,707	-	-	680,707
Mid-cap growth	652,522	-	-	652,522
Mid-cap value	430,621	-	-	430,621
Intermediate-term bond	326,749	-	-	326,749
Mid-cap blend	133,756	-	-	133,756
High yield bond	79,718	-	-	79,718
Small blend	31,720	-	-	31,720
Small growth	29,385	-	-	29,385
Foreign large blend	<u>4,839</u>	<u>-</u>	<u>-</u>	<u>4,839</u>
Total mutual funds:	4,107,283	-	-	4,107,283
General insurance account	<u>-</u>	<u>-</u>	<u>946,000</u>	<u>946,000</u>
Balance at December 31, 2013	<u>\$ 4,107,283</u>	<u>\$ -</u>	<u>\$ 946,000</u>	<u>\$ 5,053,283</u>

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

	<u>Assets at Fair Value as of December 31, 2012</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 827,332	\$ -	\$ -	\$ 827,332
Large value	687,653	-	-	687,653
Large growth	560,020	-	-	560,020
Mid-cap growth	558,275	-	-	558,275
Intermediate-term bond	468,228	-	-	468,228
Mid-cap value	422,610	-	-	422,610
Mid-cap blend	132,963	-	-	132,963

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

	Assets at Fair Value as of December 31, 2012			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds, continued:				
High yield bond	\$ 58,953	\$ -	\$ -	\$ 58,953
Small growth	34,277	-	-	34,277
Small blend	<u>28,929</u>	<u>-</u>	<u>-</u>	<u>28,929</u>
Total mutual funds:	3,779,240	-	-	3,779,240
General insurance account	<u>-</u>	<u>-</u>	<u>1,188,884</u>	<u>1,188,884</u>
Balance at December 31, 2012	<u>\$ 3,779,240</u>	<u>\$ -</u>	<u>\$ 1,188,884</u>	<u>\$ 4,968,124</u>

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2013 and 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) <u>Years Ended December 31,</u>	
	<u>2013</u>	<u>2012</u>
Balance, beginning of year	\$ 1,188,884	\$ 1,164,350
Purchases	116,339	147,213
Sales	<u>(359,223)</u>	<u>(122,679)</u>
Balance, end of year	<u>\$ 946,000</u>	<u>\$ 1,188,884</u>

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurement

The following table presents certain quantitative information about the significant unobservable inputs used in the level 3 fair value measurements as of December 31, 2013:

<u>Instrument</u>	<u>Fair Value</u>	<u>Principal Valuation Technique</u>	<u>Significant Unobservable Inputs</u>	<u>Range of Significant Input Values</u>
General insurance account	\$946,000	Fair Value = Contract Value	Earnings at guaranteed crediting rate	Gross guaranteed crediting rate must be greater than contractual minimum credit rate

NOTE K – Prohibited transactions

During 2012, the Plan Sponsor failed to timely transmit participant contributions to the Plan. Such late contributions totaling \$1,215 were remitted to the Plan in November and December of 2012. The Plan Sponsor is in the process of correcting the late contributions in accordance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a) (b) Identity of Issue, Borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
* Guaranteed Income Fund Goldman Sachs Growth Opportunities Fund A	General Insurance Account	**	\$ 946,000
Federated Capital Inc. Fund A	Mutual Fund	**	339,487
Goldman Sachs Small Cap Value Fund A	Mutual Fund	**	318,330
Oppenheimer Global Opportunity Fund A	Mutual Fund	**	26,747
Dreyfus Opportunity Mid Cap Value Fund A	Mutual Fund	**	313,035
PIMCO Total Return Fund A	Mutual Fund	**	19,841
Templeton Foreign R Fund	Mutual Fund	**	326,749
Oppenheimer Developing Markets A	Mutual Fund	**	451,503
* Prudential High Yield A	Mutual Fund	**	52,322
Wells Fargo Advantage Growth Class A	Mutual Fund	**	79,718
Invesco Endeavor Fund A	Mutual Fund	**	589,124
PIMCO Real Estate Real Return Strategy Fund A	Mutual Fund	**	113,915
JPMorgan Equity Income Fund A	Mutual Fund	**	39,261
American Century Medium Capital Value R Fund	Mutual Fund	**	500,639
Blackrock S&P 500 Stock Fund	Mutual Fund	**	430,621
Blackrock International Index A	Mutual Fund	**	4,785
Blackrock Small Cap Index Fund A	Mutual Fund	**	4,839
Clearbridge Small Cap Growth Fund A	Mutual Fund	**	4,973
JPMorgan Disciplined Equity A Fund	Mutual Fund	**	29,385
* Participant Loans	Loans maturing through 2018 with interest rates ranging from 4.25% to 8.25% and secured solely by a portion of the participants' vested accrued benefit.	\$ - 0 -	462,009
			<u>\$5,231,535</u>

* Indicates party-in-interest to the Plan.

** Cost is no longer required to be disclosed for participant directed investments.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

**SCHEDULE H, LINE 4a – SCHEDULE OF DELINQUENT
PARTICIPANT CONTRIBUTIONS**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check here if late participant loan repayments are included: ☐	\$ -	\$ 1,215	\$ -	\$ -

**VISUAL EDGE
TECHNOLOGY, INC.
401(k) SAVINGS
AND RETIREMENT PLAN**

***FINANCIAL
STATEMENTS AND
SUPPLEMENTAL
SCHEDULES***

***FOR THE
YEARS ENDED
DECEMBER 31,
2013 AND 2012***

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

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INDEPENDENT AUDITORS' REPORT

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To the Plan Administrator
Visual Edge Technology, Inc.
401(k) Savings and Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Visual Edge Technology, Inc. 401(k) Savings and 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, 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.

Auditors' 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 Notes C and E, which was certified by Prudential Bank & Trust, F.S.B. and Prudential Retirement Insurance and Annuity Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The Plan administrator has obtained a certification from the trustees as of and for the years ended December 31, 2013 and 2012, that the information provided to the Plan administrator by the trustees is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

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

Report on Form and Content in Compliance With Department of Labor Rules and Regulations

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



September 30, 2014

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**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	DECEMBER 31,	
	2013	2012
ASSETS		
Investments, at fair value:		
Mutual funds	\$ 4,107,283	\$ 3,779,240
General insurance account	946,000	1,188,884
Total investments	5,053,283	4,968,124
Notes receivable from participants	178,252	117,287
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 5,231,535</u>	<u>\$ 5,085,411</u>

See accompanying notes to financial statements.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS
AND RETIREMENT PLAN**

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE
FOR BENEFITS**

	FOR THE YEARS ENDED DECEMBER 31,	
	2013	2012
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Interest and dividends	\$ 70,679	\$ 92,174
Other income	16,042	16,036
Net appreciation in fair value of investments	838,290	453,221
	925,011	561,431
Interest on notes receivable from participants	5,468	7,443
Contributions:		
Participant	234,778	241,017
Employer - match	17,740	17,045
Rollover	23,268	-
	275,786	258,062
TOTAL ADDITIONS	1,206,265	826,936
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	1,039,897	893,367
Administrative expenses and other	20,244	19,654
TOTAL DEDUCTIONS	1,060,141	913,021
NET INCREASE (DECREASE)	146,124	(86,085)
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	5,085,411	5,171,496
End of year	\$ 5,231,535	\$ 5,085,411

See accompanying notes to financial statements.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan

The following description of the Visual Edge Technology, Inc. 401(k) Savings and Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all non-union employees, as defined, of Visual Edge Technology, Inc., Graphic Enterprises, Inc., Graphic Enterprises Office Solutions Inc., and Copeco, Inc. (the Companies) who have completed six months of service, as defined, and attained 21 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended in 2012 to provide that assets held under any expense reimbursement account may first be used to pay outstanding administrative expenses prior to using any available forfeitures.

Contributions

Participants may make voluntary 401(k) contributions from 1% to 100% of their compensation each year. In addition, the Plan allows for employer matching contributions. The Companies authorized matching contributions are equal to 10% of the first 6% of participant compensation contributed to the Plan for 2013 and 2012. Profit sharing contributions may be made to the Plan solely at the discretion of the Companies' Board of Directors. There were no discretionary profit sharing contributions authorized for 2013 and 2012. The Companies and participant contributions are subject to the limitations imposed under Internal Revenue Code Sec. 404(a)(3)(A).

Participant accounts

Each participant's account is credited with the participant's voluntary 401(k) contributions, any contributions by the Companies, and earnings or losses on those contributions. The Companies' discretionary profit sharing contributions are allocated pro rata based on the participant's compensation in relation to the compensation of all participants employed at the end of the plan year with 1,000 hours of service, as defined.

Vesting

Participants are immediately vested in voluntary contributions, plus actual earnings thereon. The employer matching contributions and discretionary profit sharing contributions are subject to a vesting schedule, as defined, with the participant being fully vested after six years of credited service.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A – Description of the Plan, continued

Forfeitures

Forfeitures are used to pay expenses of the Plan or to reduce future employer contributions to the Plan. During 2013 and 2012, forfeitures totaling \$389 and \$2,830, respectively, were utilized. As of December 31, 2013 and 2012, there were no unallocated forfeitures.

Notes receivable from participants

Participants may borrow against their account balance up to a maximum equal to the lesser of \$50,000 or 50% of the participant's account balance under the Plan, as defined. The loans are secured by the balance in the participant's account and bear interest at a reasonable rate commensurate with current interest rates charged for loans made under similar circumstances by persons in the business of lending money.

Payment of benefits

Upon death, disability, retirement or termination of services, a participant's voluntary contributions plus the vested amount of Company matching contributions, the vested amount of the Company's non-elective contributions, and earnings thereon are paid in a single lump sum payment as provided by the Plan. If the participant's account is between \$1,000 and \$5,000, the Plan may make an automatic rollover of the participant's vested interest in his or her account to a qualified individual retirement account. If the participant's account balance is less than \$1,000, the Plan may make an automatic lump-sum distribution to the participant equal to the participant's vested interest in his or her account. Distributions of a participant's account balance may be authorized at any time by the plan administrator under certain hardship conditions.

NOTE B – Summary of significant accounting policies

Basis of accounting

The financial statements and supplemental schedules are prepared using the accrual method of accounting.

Accounting 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 net assets available for benefits and changes therein. Actual results could vary from estimates that were used.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Basis of presentation of general insurance account

The Accounting Standards Codification (ASC) Topic on *Defined Contribution Pension Plans* requires that insurance contracts held by a defined-contribution plan be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the ASC Topic on *Defined Contribution Pension Plans*, the Statement of Net Assets Available for Benefits presents the fair value of the investment contract which approximates contract value at December 31, 2013 and 2012.

Investment valuation and income recognition

Assets of the Plan are held in separate accounts of a trust administered by Prudential Bank & Trust, F.S.B. (Prudential) and Prudential Retirement Insurance and Annuity Company (Prudential Retirement), representing investments in mutual funds and a general insurance account. See Note J for discussion of fair value measurements.

Investments of participants' voluntary contributions and any contributions from the Companies into these funds are at the direction of each participant. The accounts are credited with actual earnings on the underlying investments and charged for Plan withdrawals and administrative expenses.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the plan document.

Payment of benefits

Benefits are recorded when paid.

Plan expenses

As provided by the Plan document, the Plan's administrative expenses are paid by either the Plan or the Companies, at the Companies' discretion.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B – Summary of significant accounting policies, continued

Events occurring after reporting date

The Plan has evaluated subsequent events through September 30, 2014, the date the financial statements were available to be issued, and has determined that there were no subsequent events that have occurred through that date that have not already been reflected in the financial statements and/or disclosed in the notes thereto.

NOTE C – Investments

During 2013 and 2012, the Plan's mutual funds (including investments purchased, sold, as well as held during the year) appreciated in value by \$838,290 and \$453,221, respectively. The Plan's investments as of December 31, 2013 and 2012 were as follows:

	<u>2013</u>	<u>2012</u>
Guaranteed Income Fund	\$ 946,000 *	\$ 1,188,884 *
Goldman Sachs Mid Cap Value Fund A	-	422,610 *
Goldman Sachs Growth Opportunities Fund A	339,487 *	285,690 *
Prudential Jennison Small Company Fund A	-	34,277
Federated Capital Inc. Fund A	318,330 *	338,909 *
Goldman Sachs Small Cap Value Fund A	26,747	28,929
Oppenheimer Global Opportunity Fund A	313,035 *	272,585 *
Dreyfus Opportunity Mid Cap Value Fund A	19,841	8,212
Invesco Charter Fund A	-	216,136
PIMCO Total Return Fund A	326,749 *	468,228 *
Templeton Foreign R Fund	451,503 *	348,744 *
Oppenheimer Developing Markets A	52,322	48,223
Prudential High Yield A	79,718	58,953
Wells Fargo Advantage Growth Class A	589,124 *	451,676 *
Invesco Endeavor Fund A	113,915	124,751
PIMCO Real Estate Real Return Strategy Fund A	39,261	60,121
JPMorgan Equity Income Fund A	500,639 *	396,401 *
Lord Abbett Fundamental Equity A	-	214,795
American Century Medium Capital Value R Fund	430,621 *	-
Blackrock S&P 500 Stock Fund	4,785	-
Blackrock International Index A	4,839	-
Blackrock Small Cap Index Fund A	4,973	-
Clearbridge Small Cap Growth Fund A	29,385	-

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE C – Investments, continued

	<u>2013</u>	<u>2012</u>
JPMorgan Disciplined Equity A Fund	\$ <u>462,009</u> *	\$ <u>-</u>
	<u>\$ 5,053,283</u>	<u>\$ 4,968,124</u>

* Investment represents 5% or more of the Plan's net assets.

NOTE D – Investment contract with an insurance company

The Plan entered into a fully benefit-responsive investment contract with Prudential Retirement. Prudential Retirement maintains the contributions in a general account. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The general insurance account issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

As described in Note B, because the general insurance account is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the general insurance account. Contract value, as reported to the Plan by Prudential Retirement, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The concept of a value other than contract value does not apply, even upon discontinuance, in which case contract value would be paid no later than 90 days from the date the Companies provide notice to discontinue. This contract's operation is different than many other evergreen group annuity products in the market by virtue of the fact that a market value (fair value) adjustment does not apply upon discontinuance. There are not any specific securities in the general account that back the liabilities of this annuity contract, and it would be inappropriate to look to the market value of the securities within the insurer's general account to determine a fair value. The Plan owns a promise to pay interest at crediting rates which are announced in advance and guaranteed for a specified period of time as outlined in the group annuity contract. This product is not a traditional guaranteed income contract, and therefore, there are not any known cash flows that could be discounted. As a result, the contract value of the fully benefit-responsive investment contract is equal to fair value at December 31, 2013 and 2012.

There are no reserves against the contract value for credit risk of the contract issuer or otherwise. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than 1.5%. Such interest rates are reviewed on a semi-annual basis for resetting.

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE D – Investment contract with an insurance company, continued

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under the Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The general insurance account does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

<i>Average yields:</i>	<u>2013</u>	<u>2012</u>
Based on actual earnings	1.50%	1.70%
Based on interest rate credited to participants	1.50%	1.70%

NOTE E – Information certified by trustees

In accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator has elected to restrict the scope of the auditor's examination with regard to statements or information prepared and certified by Prudential and Prudential Retirement, the trustees.

Prudential and Prudential Retirement have certified as to the completeness and accuracy of the investments and notes receivable from participants held at December 31, 2013 and 2012, the changes in net assets arising from investment activity, and the schedule of assets held for investment purposes as of December 31, 2013 and 2012, and for the years then ended.

NOTE F – Risks and uncertainties

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE G – Tax status

The Plan is a volume-submitter plan provided by Prudential Insurance Company of America which has received an opinion letter, dated March 31, 2008, from the Internal Revenue Service. The opinion letter states that the volume-submitter plan is acceptable under Section 401 of the Internal Revenue Code for use by employers for the benefit of their employees. Subsequently, the Plan has been amended. The Plan administrator believes that the Plan is currently being operated in compliance with the applicable requirements of the Internal Revenue Code and, therefore, qualifies as tax exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the tax authorities. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, 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 the Plan is no longer subject to income tax examinations for years prior to 2010.

NOTE H – Plan termination

Although they have not expressed any intent to do so, the Companies have the right under the Plan to discontinue their contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of termination of the Plan, all rights and benefits of the participants will become fully vested.

NOTE I – Party-in-interest transactions

Certain Plan investments are managed by Prudential and Prudential Retirement. Prudential and Prudential Retirement are the trustees as defined by the Plan and, therefore, these transactions qualify as party-in-interest.

NOTE J – Fair value measurements

The Accounting Standard Codification Topic on *Fair Value Measurements and Disclosures* 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 unobserved inputs (Level 3 measurements).

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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 measurements.

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.

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

Mutual funds: Valued at the net asset value of shares held by the Plan at year-end.

General insurance account: Valued at contract value which equals fair value as a fair value adjustment does not apply upon discontinuance. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

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

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

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

	<u>Assets at Fair Value as of December 31, 2013</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 967,433	\$ -	\$ -	\$ 967,433
Large value	769,833	-	-	769,833
Large growth	680,707	-	-	680,707
Mid-cap growth	652,522	-	-	652,522
Mid-cap value	430,621	-	-	430,621
Intermediate-term bond	326,749	-	-	326,749
Mid-cap blend	133,756	-	-	133,756
High yield bond	79,718	-	-	79,718
Small blend	31,720	-	-	31,720
Small growth	29,385	-	-	29,385
Foreign large blend	<u>4,839</u>	<u>-</u>	<u>-</u>	<u>4,839</u>
Total mutual funds:	4,107,283	-	-	4,107,283
General insurance account	<u>-</u>	<u>-</u>	<u>946,000</u>	<u>946,000</u>
Balance at December 31, 2013	<u>\$ 4,107,283</u>	<u>\$ -</u>	<u>\$ 946,000</u>	<u>\$ 5,053,283</u>

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

	<u>Assets at Fair Value as of December 31, 2012</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds:				
Large blend	\$ 827,332	\$ -	\$ -	\$ 827,332
Large value	687,653	-	-	687,653
Large growth	560,020	-	-	560,020
Mid-cap growth	558,275	-	-	558,275
Intermediate-term bond	468,228	-	-	468,228
Mid-cap value	422,610	-	-	422,610
Mid-cap blend	132,963	-	-	132,963

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

	Assets at Fair Value as of December 31, 2012			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds, continued:				
High yield bond	\$ 58,953	\$ -	\$ -	\$ 58,953
Small growth	34,277	-	-	34,277
Small blend	<u>28,929</u>	<u>-</u>	<u>-</u>	<u>28,929</u>
Total mutual funds:	3,779,240	-	-	3,779,240
General insurance account	<u>-</u>	<u>-</u>	<u>1,188,884</u>	<u>1,188,884</u>
Balance at December 31, 2012	<u>\$ 3,779,240</u>	<u>\$ -</u>	<u>\$ 1,188,884</u>	<u>\$ 4,968,124</u>

The following table sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2013 and 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) <u>Years Ended December 31,</u>	
	<u>2013</u>	<u>2012</u>
Balance, beginning of year	\$ 1,188,884	\$ 1,164,350
Purchases	116,339	147,213
Sales	<u>(359,223)</u>	<u>(122,679)</u>
Balance, end of year	<u>\$ 946,000</u>	<u>\$ 1,188,884</u>

VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE J – Fair value measurements, continued

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurement

The following table presents certain quantitative information about the significant unobservable inputs used in the level 3 fair value measurements as of December 31, 2013:

<u>Instrument</u>	<u>Fair Value</u>	<u>Principal Valuation Technique</u>	<u>Significant Unobservable Inputs</u>	<u>Range of Significant Input Values</u>
General insurance account	\$946,000	Fair Value = Contract Value	Earnings at guaranteed crediting rate	Gross guaranteed crediting rate must be greater than contractual minimum credit rate

NOTE K – Prohibited transactions

During 2012, the Plan Sponsor failed to timely transmit participant contributions to the Plan. Such late contributions totaling \$1,215 were remitted to the Plan in November and December of 2012. The Plan Sponsor is in the process of correcting the late contributions in accordance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)

(a) (b) Identity of Issue, Borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current Value
* Guaranteed Income Fund Goldman Sachs Growth Opportunities Fund A	General Insurance Account Mutual Fund	**	\$ 946,000
Federated Capital Inc. Fund A	Mutual Fund	**	339,487
Goldman Sachs Small Cap Value Fund A	Mutual Fund	**	318,330
Oppenheimer Global Opportunity Fund A	Mutual Fund	**	26,747
Dreyfus Opportunity Mid Cap Value Fund A	Mutual Fund	**	313,035
PIMCO Total Return Fund A	Mutual Fund	**	19,841
Templeton Foreign R Fund	Mutual Fund	**	326,749
Oppenheimer Developing Markets A	Mutual Fund	**	451,503
* Prudential High Yield A	Mutual Fund	**	52,322
Wells Fargo Advantage Growth Class A	Mutual Fund	**	79,718
Invesco Endeavor Fund A	Mutual Fund	**	589,124
PIMCO Real Estate Real Return Strategy Fund A	Mutual Fund	**	113,915
JPMorgan Equity Income Fund A	Mutual Fund	**	39,261
American Century Medium Capital Value R Fund	Mutual Fund	**	500,639
Blackrock S&P 500 Stock Fund	Mutual Fund	**	430,621
Blackrock International Index A	Mutual Fund	**	4,785
Blackrock Small Cap Index Fund A	Mutual Fund	**	4,839
Clearbridge Small Cap Growth Fund A	Mutual Fund	**	4,973
JPMorgan Disciplined Equity A Fund	Mutual Fund	**	29,385
			462,009
* Participant Loans	Loans maturing through 2018 with interest rates ranging from 4.25% to 8.25% and secured solely by a portion of the participants' vested accrued benefit.	\$ - 0 -	178,252
			<u>\$5,231,535</u>

* Indicates party-in-interest to the Plan.

** Cost is no longer required to be disclosed for participant directed investments.

**VISUAL EDGE TECHNOLOGY, INC. 401(k) SAVINGS AND
RETIREMENT PLAN**

EIN: 94-2991858 PLAN NUMBER: 001

DECEMBER 31, 2013

**SCHEDULE H, LINE 4a – SCHEDULE OF DELINQUENT
PARTICIPANT CONTRIBUTIONS**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
Check here if late participant loan repayments are included: ☐	\$ -	\$ 1,215	\$ -	\$ -