

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	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>CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) 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>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/1987</u>					
1b Three-digit plan number (PN) ▶	<u>002</u>								
1c Effective date of plan <u>01/01/1987</u>									
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>CERRO FLOW PRODUCTS LLC</u> <u>PO BOX 66800</u> <u>ST. LOUIS, MO 63166</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>37-1225456</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>618-337-6000</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>331400</u></td> </tr> <tr> <td colspan="2" style="background-color: #cccccc; height: 40px;"></td> </tr> </table>	2b Employer Identification Number (EIN) <u>37-1225456</u>		2c Sponsor's telephone number <u>618-337-6000</u>		2d Business code (see instructions) <u>331400</u>			
2b Employer Identification Number (EIN) <u>37-1225456</u>									
2c Sponsor's telephone number <u>618-337-6000</u>									
2d Business code (see instructions) <u>331400</u>									

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

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

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

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address CERRO FLOW PRODUCTS LLC PO BOX 66800 ST. LOUIS, MO 63166		3b Administrator's EIN 37-1225456
		3c Administrator's telephone number 618-337-6000
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5	345
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	173
b Retired or separated participants receiving benefits	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	26
d Subtotal. Add lines 6a , 6b , and 6c	6d	199
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	0
f Total. Add lines 6d and 6e	6f	199
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g	199
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2J 2G 2K 2T 2F		
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 CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 CERRO FLOW PRODUCTS LLC	D Employer Identification Number (EIN) 37-1225456

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 CO.

(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	37683-006	199	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	

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(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	10256502
5 Current value of plan's interest under this contract in separate accounts at year end	5	5740619

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	10076273
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c Additions: (1) Contributions deposited during the year	7c(1)	453787	
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)	190432	
(4) Transferred from separate account	7c(4)	685287	
(5) Other (specify below)	7c(5)	10300	
▶ LOAN REPAYMENTS			

(6) Total additions	7c(6)	1339806
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d Total of balance and additions (add lines 7b and 7c(6))	7d	11416079
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	1052702	
(2) Administration charge made by carrier	7e(2)	100	
(3) Transferred to separate account	7e(3)	88962	
(4) Other (specify below)	7e(4)	17813	

▶ **LOAN INITIATIONS MISC OUT**

(5) Total deductions	7e(5)	1159577
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f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	10256502
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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 <u>CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) RETIREMENT PLAN</u>	B Three-digit plan number (PN) <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CERRO FLOW PRODUCTS LLC</u>	D Employer Identification Number (EIN) <u>37-1225456</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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	1446	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
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	45,000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 4/30/2013 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
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	35,000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 5/1/2013 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

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

A Name of plan <u>CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>CERRO FLOW PRODUCTS LLC</u>	D Employer Identification Number (EIN) <u>37-1225456</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MID CAP VALUE/WELL MGMT</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-187</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>93867</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SMALL CAP GROWTH/TIMESSQ</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-132</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>159581</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT GOAL 2050 FUND</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-450</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>19767</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SAOFII GLOBAL STRATEGY</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-308</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>160036</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>INVESCO MD CP GR FUND</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-096</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>23763</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CORE BOND/PIM FUND</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-150</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>189861</u>		
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RETIREMENT GOAL 2040 FUND</u>				
b Name of sponsor of entity listed in (a): <u>PRUDENTIAL RETIREMENT INS.</u>				
c EIN-PN <u>06-1050034-346</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>22303</u>		

a Name of MTIA, CCT, PSA, or 103-12 IE: [DRYDEN S & P 500 INDEX FUND](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-123	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2238589
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a Name of MTIA, CCT, PSA, or 103-12 IE: [BALANCED I/WELLINGTON MGT](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-084	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1449041
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a Name of MTIA, CCT, PSA, or 103-12 IE: [SM CAP VAL/AMER CENT FUND](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-126	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 11749
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a Name of MTIA, CCT, PSA, or 103-12 IE: [RETIREMENT GOAL INCOME FD](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-342	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 19672
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a Name of MTIA, CCT, PSA, or 103-12 IE: [RETIREMENT GOAL 2010 FUND](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-343	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 238906
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a Name of MTIA, CCT, PSA, or 103-12 IE: [RETIREMENT GOAL 2020 FUND](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-344	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 920754
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a Name of MTIA, CCT, PSA, or 103-12 IE: [RETIREMENT GOAL 2030 FUND](#)

b Name of sponsor of entity listed in (a): [PRUDENTIAL RETIREMENT INS.](#)

c EIN-PN 06-1050034-345	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 192730
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II Information on Participating Plans (to be completed by DFEs)

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) RETIREMENT PLAN</u>		B Three-digit plan number (PN) ► <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CERRO FLOW PRODUCTS LLC</u>		D Employer Identification Number (EIN) <u>37-1225456</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		35
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)	24418	27917
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	5426773	5740619
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	10076273	10256502
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	15527464	16025073

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	15527464	16025073
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Part II Income and Expense Statement

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

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	424109	
(B) Participants	2a(1)(B)	379586	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		803695

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)	1510	
(F) Other	2b(1)(F)	190432	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		191942

(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)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(3) Rents	2b(3)		
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(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)		1114806
c Other income	2c		35
d Total income. Add all income amounts in column (b) and enter total	2d		2110478

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1599990	
(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)		1599990
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		11008
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)	1871	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1871
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1612869

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		497609
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: PLANTE & MORAN, PLLC

(2) EIN: 38-1357951

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		4044
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		20000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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

A Name of plan <u>CERRO FLOW PRODUCTS, INC. (ST. LOUIS WORKS) HOURLY EMPLOYEES' (USW) RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CERRO FLOW PRODUCTS LLC</u>	D Employer Identification Number (EIN) <u>37-1225456</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>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)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....	6a		
b Enter the amount contributed by the employer to the plan for this plan year.....	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?.....	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

**Financial Report
December 31, 2013**

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

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Independent Auditor's Report

To the Plan Administrator
Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. (the "Custodians"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Custodians hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained certifications from the Custodians as of December 31, 2013 and 2012 and for the year ended December 31, 2013 that the information provided to the plan administrator by the Custodians is complete and accurate.

To the Plan Administrator
Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan

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.

Emphasis of Matter

As explained in Note 5, the financial statements include investments valued at \$10,256,502 at December 31, 2013 and \$10,076,273 at December 31, 2012 whose fair values have been estimated by management in the absence of readily determinable market values. Management's estimates are based on information provided by Prudential Retirement Insurance and Annuity Company. Our opinion is not modified with respect to this matter.

Other Matters

The supplemental schedules of assets held at end of year as of December 31, 2013 and delinquent participant contributions for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA 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 these supplemental schedules.

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

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

Plante & Moreau, PLLC

Elgin, Illinois
October 10, 2014

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Statement of Net Assets Available for Benefits

	December 31, 2013	December 31, 2012
Assets		
Participant-directed investments:		
Pooled separate accounts	\$ 5,740,654	\$ 5,426,773
Unallocated insurance contract	10,256,502	10,076,273
Total participant-directed investments	15,997,156	15,503,046
Contributions receivable:		
Employee	3,769	-
Employer	1,420	-
Total contributions receivable	5,189	-
Participant notes receivable	27,917	24,418
Net Assets Available for Benefits	\$ 16,030,262	\$ 15,527,464

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Statement of Changes in Net Assets Available for Benefits Year Ended December 31, 2013

Additions to Net Assets

Contributions:

Employee	\$ 383,355
Employer	425,529

Total contributions	808,884
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Investment income:

Interest	190,432
Net realized and unrealized gains on investments in pooled separate accounts	1,114,841

Total investment income	1,305,273
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Interest from participant notes receivable	1,510
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Total additions	2,115,667
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Deductions from Net Assets

Benefits paid directly to participants or beneficiaries	1,610,998
Administrative expenses	1,871

Total deductions	1,612,869
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Net Increase	502,798
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Net Assets Available for Benefits

Beginning of year	15,527,464
End of year	\$ 16,030,262

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description

The following description of Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan, formerly known as Cerro Flow Products, Inc. (St. Louis Works) Hourly Employees' (USW) Retirement Plan, (the "Plan") provides only general information. Participants should refer to the plan agreement and related union agreements, if applicable, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all hourly employees of Cerro Flow Products, LLC (the "Company") who are members covered by the collective bargaining agreement with the United Steelworkers of America (AFL-CIO). Each employee shall become an active participant on the date of his or her employment. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Contributions - Contributions by participants are voluntary. Each participant may contribute from his or her eligible compensation for pre-tax contributions an amount in increments of \$0.02 per participant share not to exceed \$0.60 per participant share. A participant share is defined as being equivalent to one hour of work performed by an employee (e.g., eight shares accumulated for an eight-hour work day, 40 shares for a 40-hour work week, etc.). The maximum number of hours for which contributions can be made by participants is 2,080 hours. Participants may also make unmatched pre-tax and after-tax contributions in increments of whole cents per participant share, not to exceed \$9.99 per participant share, for each pre-tax and after-tax contribution. Participants age 50 and over may also make catch-up contributions. All employee contributions are subject to applicable Internal Revenue Code (IRC) limits.

There were delinquent contributions of \$4,044 during the plan year ended December 31, 2013. The Company will correct the late 2013 contributions with lost earnings in 2014.

The Plan also provides for required employer retirement and matching contributions pursuant to the terms of the collective bargaining agreement. The retirement contributions shall be the sum of \$0.95 per hour worked for the period from January 1, 2013 through July 6, 2013, and \$1.03 per hour worked for the period from July 7, 2013 through the termination or renegotiation of the collective bargaining agreement, not to exceed 2,080 hours. The matching contributions are 50 percent of the aggregate active participants' 401(k) contributions up to a limit of \$0.30 per hour worked, not to exceed 2,080 hours.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description (Continued)

Participant Accounts - Each participant's account is credited with the participant's contribution and allocations of the Company's contributions and plan earnings and losses and charged with an allocation of administrative expenses and certain transaction fees. Allocations are based on participants' contributions, hours worked, or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct the investments of their account balances into various investment options offered by the Plan. Plan earnings and losses from investments are credited to individual account balances on a daily basis.

Payment of Benefits - Distributions are payable upon retirement, death, disability, or termination of employment in the form of a lump-sum amount equal to the vested balance of a participant's account. The Plan also allows in-service withdrawals for participants over age 59½.

Hardship and Nonhardship Withdrawals - The Plan also offers hardship and nonhardship withdrawals. Each withdrawal type has specific requirements for eligibility, as defined by the plan document.

Participant Notes Receivable - In the event of severe financial hardship, participants may borrow a minimum of \$1,000 reduced by the highest outstanding balance of notes receivable during the one-year period prior to the date the note receivable is made (but not in excess of 50 percent of the participant's current account balance or \$50,000, whichever is less). Participant notes receivable are secured by the balance in the participant's account and bear an interest rate determined in accordance with the plan document. Only one outstanding note receivable is permitted at a time.

Vesting - Participants are immediately 100 percent vested in their voluntary contributions, rollover contributions, the Company's contributions, and any income or loss thereon.

Party-in-interest Transactions - Certain plan assets are in investment funds managed by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. or their affiliates. Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. are the custodians of the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

Termination - While it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the plan agreement and ERISA.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The Plan's investments are stated at fair value. The pooled separate accounts are valued at net asset value per share (or its equivalent) of the funds, which is based on the fair value of the funds' underlying net assets. The unallocated insurance contract is a group annuity contract with Prudential Retirement Insurance and Annuity Company (PRIAC) that invests in the general assets of PRIAC. PRIAC considers this contract to be benefit responsive; however, since there are no specific securities in PRIAC's general account related to this contract and due to the contract terms, including the frequency of the interest rate reset intervals, contract value approximates fair value. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

See Note 5 for additional information.

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.

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company with the exception of certain transaction fees that are paid by the participant at the time of the particular transaction.

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

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

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies (Continued)

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including October 10, 2014, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B (the "Custodians") hold the Plan's investments and participant notes receivable and execute all related transactions. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at end of year are based solely on information provided by the Custodians.

Significant investments of the Plan at end of year are as follows:

	2013	2012
Pooled separate accounts:		
Dryden S & P 500 Index Fund	\$ 2,238,589	\$ 1,937,124
Balanced I Fund	1,449,041	1,315,994
Retirement Goal 2020 Fund	920,754	837,626
Unallocated insurance contract - Guaranteed Income Fund	10,256,502	10,076,273

Note 4 - Unallocated Insurance Contract

The Plan has a benefit-responsive unallocated insurance contract with PRIAC. PRIAC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Interest is credited on contract balances using a single portfolio rate approach. Under this methodology, a single interest rate is applied to all contributions made to the product regardless of the timing of those contributions. Interest crediting rates are reviewed on a semiannual basis for resetting. When establishing interest credit rates for this product, PRIAC considers many factors, including current economic and market conditions, the general interest rate environment, and both the expected and actual experience of a reference portfolio within the issuer's general account. These rates are established without the use of a specific formula. The minimum crediting rate under the contract is 1.5 percent. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 4 - Unallocated Insurance Contract (Continued)

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days or, in rare circumstances, contract value paid over time. There are no events that allow the issuer to terminate the contract and which require the plan sponsor to settle an amount different than contract value paid either within 90 days or over time.

The investment yields related to the unallocated insurance contract are summarized below:

	December 31, 2013	December 31, 2012
Average yield earned by the Plan	1.90%	2.15%
Average yield credited to participants	1.90%	2.15%

Note 5 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2013 and 2012.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

Restatement - Due to a re-evaluation of the significance of the inputs used in the valuation of the unallocated insurance contract, it was determined that the investment previously classified as Level 3 should have been classified as Level 2 based on the fair value hierarchy. Accordingly, the 2012 fair value disclosure has been updated to reflect this change.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

	Level 1	Level 2	Level 3	Balance at December 31, 2013
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,687,585	\$ -	\$ 2,687,585
Fixed-income investment (b)	-	189,896	-	189,896
Retirement year-based investments (c)	-	1,394,460	-	1,394,460
Balanced investments (c)	-	1,468,713	-	1,468,713
Unallocated insurance contract	-	10,256,502	-	10,256,502
Total	\$ -	\$ 15,997,156	\$ -	\$ 15,997,156

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Level 1	Level 2	Level 3	Balance at December 31, 2012
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,522,429	\$ -	\$ 2,522,429
Fixed-income investment (b)	-	181,129	-	181,129
Retirement year-based investments (c)	-	1,403,756	-	1,403,756
Balanced investments (c)	-	1,319,459	-	1,319,459
Unallocated insurance contract	-	10,076,273	-	10,076,273
Total	\$ -	\$ 15,503,046	\$ -	\$ 15,503,046

- (a) This class represents investments in actively managed pooled separate accounts that invest primarily in equity securities. The investments may include common stock, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (b) This class represents investments in actively managed pooled separate accounts that invest primarily in a variety of fixed-income investments, which may include corporate bonds, both U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (c) This class represents investments in actively managed pooled separate accounts with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Note 6 - Tax Status

The Plan has received a determination letter dated May 22, 2014 from the Internal Revenue Service indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2010.

Note 7 - Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 at December 31, 2013:

Net assets available for benefits per the financial statements	\$ 16,030,262
Less employee contributions receivable	(3,769)
Less employer contributions receivable	<u>(1,420)</u>
Net assets available for benefits per Form 5500	<u>\$ 16,025,073</u>

As of December 31, 2012, there were no reconciling items between the net assets available for benefits per the financial statements and Form 5500.

The following is a reconciliation of contribution revenue per the financial statements to the Form 5500 for the year ended December 31, 2013:

Total contributions per financial statements	\$ 808,884
Less employee contributions receivable as of December 31, 2013	(3,769)
Less employer contributions receivable as of December 31, 2013	<u>(1,420)</u>
Total contributions per Form 5500	<u>\$ 803,695</u>

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Line 4i
EIN 37-1225456, Plan No. 002
December 31, 2013

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
PRIAC	Pooled separate accounts:		
	Dryden S & P 500 Index Fund	*	\$ 2,238,589
	Balanced I Fund	*	1,449,041
	Retirement Goal 2020 Fund	*	920,754
	Retirement Goal 2010 Fund	*	238,906
	Retirement Goal 2050 Fund	*	19,767
	Retirement Goal 2030 Fund	*	192,730
	Small Cap Growth/Times Square Fund	*	159,581
	Mid Cap Value Fund	*	93,867
	Core Bond/BSAM Fund	*	189,861
	Retirement Goal 2040 Fund	*	22,303
	Retirement Goal Income Fund	*	19,672
	SA/OFIL Global Strategy Fund	*	160,036
	Small Cap Value American Cent Fund	*	11,749
	AP Fund	*	35
	Invesco Mid Cap Growth Fund	*	23,763
PRIAC	Unallocated insurance contract - Guaranteed Income Fund	*	10,256,502
Participants	Participant notes receivable - Interest rates ranging from 5.25 to 7.25 percent	-	27,917
	Total		\$ 16,025,073

* Cost information omitted as the Plan is fully participant-directed

**Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan**

**Schedule of Delinquent Participant Contributions
Form 5500, Schedule H, Line 4a
EIN 37-1225456, Plan No. 002
Year Ended December 31, 2013**

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected
	Check Here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Under VFCP and PTE 2002-51
2013	☒	\$ 4,044	\$ -	\$ -	\$ -

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

**Financial Report
December 31, 2013**

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

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Independent Auditor's Report

To the Plan Administrator
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Hourly Employees' (USW) Retirement Plan

Report on the Financial Statements

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Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. (the "Custodians"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Custodians hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained certifications from the Custodians as of December 31, 2013 and 2012 and for the year ended December 31, 2013 that the information provided to the plan administrator by the Custodians is complete and accurate.

To the Plan Administrator
Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan

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.

Emphasis of Matter

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Other Matters

The supplemental schedules of assets held at end of year as of December 31, 2013 and delinquent participant contributions for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA 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 these supplemental schedules.

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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 Custodians, 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 ERISA.

Plante & Moran, PLLC

Elgin, Illinois
October 10, 2014

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

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Contributions:

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Investment income:

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Deductions from Net Assets

Benefits paid directly to participants or beneficiaries	1,610,998
Administrative expenses	1,871

Total deductions	1,612,869
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Net Increase	502,798
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Net Assets Available for Benefits

Beginning of year	15,527,464
End of year	\$ 16,030,262

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description

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There were delinquent contributions of \$4,044 during the plan year ended December 31, 2013. The Company will correct the late 2013 contributions with lost earnings in 2014.

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Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description (Continued)

Participant Accounts - Each participant's account is credited with the participant's contribution and allocations of the Company's contributions and plan earnings and losses and charged with an allocation of administrative expenses and certain transaction fees. Allocations are based on participants' contributions, hours worked, or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct the investments of their account balances into various investment options offered by the Plan. Plan earnings and losses from investments are credited to individual account balances on a daily basis.

Payment of Benefits - Distributions are payable upon retirement, death, disability, or termination of employment in the form of a lump-sum amount equal to the vested balance of a participant's account. The Plan also allows in-service withdrawals for participants over age 59½.

Hardship and Nonhardship Withdrawals - The Plan also offers hardship and nonhardship withdrawals. Each withdrawal type has specific requirements for eligibility, as defined by the plan document.

Participant Notes Receivable - In the event of severe financial hardship, participants may borrow a minimum of \$1,000 reduced by the highest outstanding balance of notes receivable during the one-year period prior to the date the note receivable is made (but not in excess of 50 percent of the participant's current account balance or \$50,000, whichever is less). Participant notes receivable are secured by the balance in the participant's account and bear an interest rate determined in accordance with the plan document. Only one outstanding note receivable is permitted at a time.

Vesting - Participants are immediately 100 percent vested in their voluntary contributions, rollover contributions, the Company's contributions, and any income or loss thereon.

Party-in-interest Transactions - Certain plan assets are in investment funds managed by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. or their affiliates. Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. are the custodians of the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

Termination - While it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the plan agreement and ERISA.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The Plan's investments are stated at fair value. The pooled separate accounts are valued at net asset value per share (or its equivalent) of the funds, which is based on the fair value of the funds' underlying net assets. The unallocated insurance contract is a group annuity contract with Prudential Retirement Insurance and Annuity Company (PRIAC) that invests in the general assets of PRIAC. PRIAC considers this contract to be benefit responsive; however, since there are no specific securities in PRIAC's general account related to this contract and due to the contract terms, including the frequency of the interest rate reset intervals, contract value approximates fair value. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

See Note 5 for additional information.

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.

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company with the exception of certain transaction fees that are paid by the participant at the time of the particular transaction.

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

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

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies (Continued)

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including October 10, 2014, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B (the "Custodians") hold the Plan's investments and participant notes receivable and execute all related transactions. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at end of year are based solely on information provided by the Custodians.

Significant investments of the Plan at end of year are as follows:

	2013	2012
Pooled separate accounts:		
Dryden S & P 500 Index Fund	\$ 2,238,589	\$ 1,937,124
Balanced I Fund	1,449,041	1,315,994
Retirement Goal 2020 Fund	920,754	837,626
Unallocated insurance contract - Guaranteed Income Fund	10,256,502	10,076,273

Note 4 - Unallocated Insurance Contract

The Plan has a benefit-responsive unallocated insurance contract with PRIAC. PRIAC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Interest is credited on contract balances using a single portfolio rate approach. Under this methodology, a single interest rate is applied to all contributions made to the product regardless of the timing of those contributions. Interest crediting rates are reviewed on a semiannual basis for resetting. When establishing interest credit rates for this product, PRIAC considers many factors, including current economic and market conditions, the general interest rate environment, and both the expected and actual experience of a reference portfolio within the issuer's general account. These rates are established without the use of a specific formula. The minimum crediting rate under the contract is 1.5 percent. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 4 - Unallocated Insurance Contract (Continued)

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days or, in rare circumstances, contract value paid over time. There are no events that allow the issuer to terminate the contract and which require the plan sponsor to settle an amount different than contract value paid either within 90 days or over time.

The investment yields related to the unallocated insurance contract are summarized below:

	December 31, 2013	December 31, 2012
Average yield earned by the Plan	1.90%	2.15%
Average yield credited to participants	1.90%	2.15%

Note 5 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2013 and 2012.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

Restatement - Due to a re-evaluation of the significance of the inputs used in the valuation of the unallocated insurance contract, it was determined that the investment previously classified as Level 3 should have been classified as Level 2 based on the fair value hierarchy. Accordingly, the 2012 fair value disclosure has been updated to reflect this change.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

	Level 1	Level 2	Level 3	Balance at December 31, 2013
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,687,585	\$ -	\$ 2,687,585
Fixed-income investment (b)	-	189,896	-	189,896
Retirement year-based investments (c)	-	1,394,460	-	1,394,460
Balanced investments (c)	-	1,468,713	-	1,468,713
Unallocated insurance contract	-	10,256,502	-	10,256,502
Total	\$ -	\$ 15,997,156	\$ -	\$ 15,997,156

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Level 1	Level 2	Level 3	Balance at December 31, 2012
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,522,429	\$ -	\$ 2,522,429
Fixed-income investment (b)	-	181,129	-	181,129
Retirement year-based investments (c)	-	1,403,756	-	1,403,756
Balanced investments (c)	-	1,319,459	-	1,319,459
Unallocated insurance contract	-	10,076,273	-	10,076,273
Total	\$ -	\$ 15,503,046	\$ -	\$ 15,503,046

- (a) This class represents investments in actively managed pooled separate accounts that invest primarily in equity securities. The investments may include common stock, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (b) This class represents investments in actively managed pooled separate accounts that invest primarily in a variety of fixed-income investments, which may include corporate bonds, both U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (c) This class represents investments in actively managed pooled separate accounts with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Note 6 - Tax Status

The Plan has received a determination letter dated May 22, 2014 from the Internal Revenue Service indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2010.

Note 7 - Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 at December 31, 2013:

Net assets available for benefits per the financial statements	\$ 16,030,262
Less employee contributions receivable	(3,769)
Less employer contributions receivable	<u>(1,420)</u>
Net assets available for benefits per Form 5500	<u>\$ 16,025,073</u>

As of December 31, 2012, there were no reconciling items between the net assets available for benefits per the financial statements and Form 5500.

The following is a reconciliation of contribution revenue per the financial statements to the Form 5500 for the year ended December 31, 2013:

Total contributions per financial statements	\$ 808,884
Less employee contributions receivable as of December 31, 2013	(3,769)
Less employer contributions receivable as of December 31, 2013	<u>(1,420)</u>
Total contributions per Form 5500	<u>\$ 803,695</u>

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Line 4i
EIN 37-1225456, Plan No. 002
December 31, 2013

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
PRIAC	Pooled separate accounts:		
	Dryden S & P 500 Index Fund	*	\$ 2,238,589
	Balanced I Fund	*	1,449,041
	Retirement Goal 2020 Fund	*	920,754
	Retirement Goal 2010 Fund	*	238,906
	Retirement Goal 2050 Fund	*	19,767
	Retirement Goal 2030 Fund	*	192,730
	Small Cap Growth/Times Square Fund	*	159,581
	Mid Cap Value Fund	*	93,867
	Core Bond/BSAM Fund	*	189,861
	Retirement Goal 2040 Fund	*	22,303
	Retirement Goal Income Fund	*	19,672
	SA/OFIL Global Strategy Fund	*	160,036
	Small Cap Value American Cent Fund	*	11,749
	AP Fund	*	35
	Invesco Mid Cap Growth Fund	*	23,763
PRIAC	Unallocated insurance contract - Guaranteed Income Fund	*	10,256,502
Participants	Participant notes receivable - Interest rates ranging from 5.25 to 7.25 percent	-	27,917
	Total		\$ 16,025,073

* Cost information omitted as the Plan is fully participant-directed

**Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan**

**Schedule of Delinquent Participant Contributions
Form 5500, Schedule H, Line 4a
EIN 37-1225456, Plan No. 002
Year Ended December 31, 2013**

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected
	Check Here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Under VFCP and PTE 2002-51
2013	☒	\$ 4,044	\$ -	\$ -	\$ -

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

**Financial Report
December 31, 2013**

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

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Independent Auditor's Report

To the Plan Administrator
Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. (the "Custodians"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Custodians hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained certifications from the Custodians as of December 31, 2013 and 2012 and for the year ended December 31, 2013 that the information provided to the plan administrator by the Custodians is complete and accurate.

To the Plan Administrator
Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan

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.

Emphasis of Matter

As explained in Note 5, the financial statements include investments valued at \$10,256,502 at December 31, 2013 and \$10,076,273 at December 31, 2012 whose fair values have been estimated by management in the absence of readily determinable market values. Management's estimates are based on information provided by Prudential Retirement Insurance and Annuity Company. Our opinion is not modified with respect to this matter.

Other Matters

The supplemental schedules of assets held at end of year as of December 31, 2013 and delinquent participant contributions for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA 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 these supplemental schedules.

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

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

Plante & Moran, PLLC

Elgin, Illinois
October 10, 2014

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Statement of Net Assets Available for Benefits

	December 31, 2013	December 31, 2012
Assets		
Participant-directed investments:		
Pooled separate accounts	\$ 5,740,654	\$ 5,426,773
Unallocated insurance contract	10,256,502	10,076,273
Total participant-directed investments	15,997,156	15,503,046
Contributions receivable:		
Employee	3,769	-
Employer	1,420	-
Total contributions receivable	5,189	-
Participant notes receivable	27,917	24,418
Net Assets Available for Benefits	\$ 16,030,262	\$ 15,527,464

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Statement of Changes in Net Assets Available for Benefits Year Ended December 31, 2013

Additions to Net Assets

Contributions:

Employee	\$ 383,355
Employer	<u>425,529</u>

Total contributions 808,884

Investment income:

Interest	190,432
Net realized and unrealized gains on investments in pooled separate accounts	<u>1,114,841</u>

Total investment income 1,305,273

Interest from participant notes receivable 1,510

Total additions 2,115,667

Deductions from Net Assets

Benefits paid directly to participants or beneficiaries	1,610,998
Administrative expenses	<u>1,871</u>

Total deductions 1,612,869

Net Increase 502,798

Net Assets Available for Benefits

Beginning of year	<u>15,527,464</u>
End of year	<u><u>\$ 16,030,262</u></u>

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description

The following description of Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan, formerly known as Cerro Flow Products, Inc. (St. Louis Works) Hourly Employees' (USW) Retirement Plan, (the "Plan") provides only general information. Participants should refer to the plan agreement and related union agreements, if applicable, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all hourly employees of Cerro Flow Products, LLC (the "Company") who are members covered by the collective bargaining agreement with the United Steelworkers of America (AFL-CIO). Each employee shall become an active participant on the date of his or her employment. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Contributions - Contributions by participants are voluntary. Each participant may contribute from his or her eligible compensation for pre-tax contributions an amount in increments of \$0.02 per participant share not to exceed \$0.60 per participant share. A participant share is defined as being equivalent to one hour of work performed by an employee (e.g., eight shares accumulated for an eight-hour work day, 40 shares for a 40-hour work week, etc.). The maximum number of hours for which contributions can be made by participants is 2,080 hours. Participants may also make unmatched pre-tax and after-tax contributions in increments of whole cents per participant share, not to exceed \$9.99 per participant share, for each pre-tax and after-tax contribution. Participants age 50 and over may also make catch-up contributions. All employee contributions are subject to applicable Internal Revenue Code (IRC) limits.

There were delinquent contributions of \$4,044 during the plan year ended December 31, 2013. The Company will correct the late 2013 contributions with lost earnings in 2014.

The Plan also provides for required employer retirement and matching contributions pursuant to the terms of the collective bargaining agreement. The retirement contributions shall be the sum of \$0.95 per hour worked for the period from January 1, 2013 through July 6, 2013, and \$1.03 per hour worked for the period from July 7, 2013 through the termination or renegotiation of the collective bargaining agreement, not to exceed 2,080 hours. The matching contributions are 50 percent of the aggregate active participants' 401(k) contributions up to a limit of \$0.30 per hour worked, not to exceed 2,080 hours.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 1 - Plan Description (Continued)

Participant Accounts - Each participant's account is credited with the participant's contribution and allocations of the Company's contributions and plan earnings and losses and charged with an allocation of administrative expenses and certain transaction fees. Allocations are based on participants' contributions, hours worked, or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct the investments of their account balances into various investment options offered by the Plan. Plan earnings and losses from investments are credited to individual account balances on a daily basis.

Payment of Benefits - Distributions are payable upon retirement, death, disability, or termination of employment in the form of a lump-sum amount equal to the vested balance of a participant's account. The Plan also allows in-service withdrawals for participants over age 59½.

Hardship and Nonhardship Withdrawals - The Plan also offers hardship and nonhardship withdrawals. Each withdrawal type has specific requirements for eligibility, as defined by the plan document.

Participant Notes Receivable - In the event of severe financial hardship, participants may borrow a minimum of \$1,000 reduced by the highest outstanding balance of notes receivable during the one-year period prior to the date the note receivable is made (but not in excess of 50 percent of the participant's current account balance or \$50,000, whichever is less). Participant notes receivable are secured by the balance in the participant's account and bear an interest rate determined in accordance with the plan document. Only one outstanding note receivable is permitted at a time.

Vesting - Participants are immediately 100 percent vested in their voluntary contributions, rollover contributions, the Company's contributions, and any income or loss thereon.

Party-in-interest Transactions - Certain plan assets are in investment funds managed by Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. or their affiliates. Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B. are the custodians of the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

Termination - While it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the plan agreement and ERISA.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The Plan's investments are stated at fair value. The pooled separate accounts are valued at net asset value per share (or its equivalent) of the funds, which is based on the fair value of the funds' underlying net assets. The unallocated insurance contract is a group annuity contract with Prudential Retirement Insurance and Annuity Company (PRIAC) that invests in the general assets of PRIAC. PRIAC considers this contract to be benefit responsive; however, since there are no specific securities in PRIAC's general account related to this contract and due to the contract terms, including the frequency of the interest rate reset intervals, contract value approximates fair value. Contract value represents deposits made to the contract, plus earnings at guaranteed crediting rates, less withdrawals and fees.

See Note 5 for additional information.

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.

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Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company with the exception of certain transaction fees that are paid by the participant at the time of the particular transaction.

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

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

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 2 - Summary of Significant Accounting Policies (Continued)

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including October 10, 2014, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

Prudential Retirement Insurance and Annuity Company and Prudential Bank & Trust, F.S.B (the "Custodians") hold the Plan's investments and participant notes receivable and execute all related transactions. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at end of year are based solely on information provided by the Custodians.

Significant investments of the Plan at end of year are as follows:

	2013	2012
Pooled separate accounts:		
Dryden S & P 500 Index Fund	\$ 2,238,589	\$ 1,937,124
Balanced I Fund	1,449,041	1,315,994
Retirement Goal 2020 Fund	920,754	837,626
Unallocated insurance contract - Guaranteed Income Fund	10,256,502	10,076,273

Note 4 - Unallocated Insurance Contract

The Plan has a benefit-responsive unallocated insurance contract with PRIAC. PRIAC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Interest is credited on contract balances using a single portfolio rate approach. Under this methodology, a single interest rate is applied to all contributions made to the product regardless of the timing of those contributions. Interest crediting rates are reviewed on a semiannual basis for resetting. When establishing interest credit rates for this product, PRIAC considers many factors, including current economic and market conditions, the general interest rate environment, and both the expected and actual experience of a reference portfolio within the issuer's general account. These rates are established without the use of a specific formula. The minimum crediting rate under the contract is 1.5 percent. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 4 - Unallocated Insurance Contract (Continued)

Generally, there are no events that could limit the ability of the Plan to transact at contract value paid within 90 days or, in rare circumstances, contract value paid over time. There are no events that allow the issuer to terminate the contract and which require the plan sponsor to settle an amount different than contract value paid either within 90 days or over time.

The investment yields related to the unallocated insurance contract are summarized below:

	December 31, 2013	December 31, 2012
Average yield earned by the Plan	1.90%	2.15%
Average yield credited to participants	1.90%	2.15%

Note 5 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2013 and 2012.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

Restatement - Due to a re-evaluation of the significance of the inputs used in the valuation of the unallocated insurance contract, it was determined that the investment previously classified as Level 3 should have been classified as Level 2 based on the fair value hierarchy. Accordingly, the 2012 fair value disclosure has been updated to reflect this change.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

	Level 1	Level 2	Level 3	Balance at December 31, 2013
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,687,585	\$ -	\$ 2,687,585
Fixed-income investment (b)	-	189,896	-	189,896
Retirement year-based investments (c)	-	1,394,460	-	1,394,460
Balanced investments (c)	-	1,468,713	-	1,468,713
Unallocated insurance contract	-	10,256,502	-	10,256,502
Total	<u>\$ -</u>	<u>\$ 15,997,156</u>	<u>\$ -</u>	<u>\$ 15,997,156</u>

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Level 1	Level 2	Level 3	Balance at December 31, 2012
Pooled separate accounts:				
Equity investments (a)	\$ -	\$ 2,522,429	\$ -	\$ 2,522,429
Fixed-income investment (b)	-	181,129	-	181,129
Retirement year-based investments (c)	-	1,403,756	-	1,403,756
Balanced investments (c)	-	1,319,459	-	1,319,459
Unallocated insurance contract	-	10,076,273	-	10,076,273
Total	<u>\$ -</u>	<u>\$ 15,503,046</u>	<u>\$ -</u>	<u>\$ 15,503,046</u>

- (a) This class represents investments in actively managed pooled separate accounts that invest primarily in equity securities. The investments may include common stock, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (b) This class represents investments in actively managed pooled separate accounts that invest primarily in a variety of fixed-income investments, which may include corporate bonds, both U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.
- (c) This class represents investments in actively managed pooled separate accounts with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures. There were no unfunded commitments and no redemption limitations or notice periods.

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Notes to Financial Statements December 31, 2013 and 2012

Note 5 - Fair Value Measurements (Continued)

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Note 6 - Tax Status

The Plan has received a determination letter dated May 22, 2014 from the Internal Revenue Service indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying statements.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2010.

Note 7 - Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 at December 31, 2013:

Net assets available for benefits per the financial statements	\$ 16,030,262
Less employee contributions receivable	(3,769)
Less employer contributions receivable	<u>(1,420)</u>
Net assets available for benefits per Form 5500	<u>\$ 16,025,073</u>

As of December 31, 2012, there were no reconciling items between the net assets available for benefits per the financial statements and Form 5500.

The following is a reconciliation of contribution revenue per the financial statements to the Form 5500 for the year ended December 31, 2013:

Total contributions per financial statements	\$ 808,884
Less employee contributions receivable as of December 31, 2013	(3,769)
Less employer contributions receivable as of December 31, 2013	<u>(1,420)</u>
Total contributions per Form 5500	<u>\$ 803,695</u>

Cerro Flow Products, LLC (St. Louis Works) Hourly Employees' (USW) Retirement Plan

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Line 4i
EIN 37-1225456, Plan No. 002
December 31, 2013

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
PRIAC	Pooled separate accounts:		
	Dryden S & P 500 Index Fund	*	\$ 2,238,589
	Balanced I Fund	*	1,449,041
	Retirement Goal 2020 Fund	*	920,754
	Retirement Goal 2010 Fund	*	238,906
	Retirement Goal 2050 Fund	*	19,767
	Retirement Goal 2030 Fund	*	192,730
	Small Cap Growth/Times Square Fund	*	159,581
	Mid Cap Value Fund	*	93,867
	Core Bond/BSAM Fund	*	189,861
	Retirement Goal 2040 Fund	*	22,303
	Retirement Goal Income Fund	*	19,672
	SA/OFIL Global Strategy Fund	*	160,036
	Small Cap Value American Cent Fund	*	11,749
	AP Fund	*	35
	Invesco Mid Cap Growth Fund	*	23,763
PRIAC	Unallocated insurance contract - Guaranteed Income Fund	*	10,256,502
Participants	Participant notes receivable - Interest rates ranging from 5.25 to 7.25 percent	-	27,917
	Total		\$ 16,025,073

* Cost information omitted as the Plan is fully participant-directed

**Cerro Flow Products, LLC (St. Louis Works)
Hourly Employees' (USW) Retirement Plan**

**Schedule of Delinquent Participant Contributions
Form 5500, Schedule H, Line 4a
EIN 37-1225456, Plan No. 002
Year Ended December 31, 2013**

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected
	Check Here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Under VFCP and PTE 2002-51
2013	☒	\$ 4,044	\$ -	\$ -	\$ -