

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

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>HARTZELL COMPANIES 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>003</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1980</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>31-0674874</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>937-773-6295</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>321210</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>003</u>	1c Effective date of plan <u>01/01/1980</u>		2b Employer Identification Number (EIN) <u>31-0674874</u>		2c Sponsor's telephone number <u>937-773-6295</u>		2d Business code (see instructions) <u>321210</u>	
1b Three-digit plan number (PN) ▶	<u>003</u>										
1c Effective date of plan <u>01/01/1980</u>											
2b Employer Identification Number (EIN) <u>31-0674874</u>											
2c Sponsor's telephone number <u>937-773-6295</u>											
2d Business code (see instructions) <u>321210</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>HARTZELL INDUSTRIES, INC.</u> <u>P.O. BOX 919</u> <u>PIQUA, OH 45356</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	JANE FARLEY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2014	JANE FARLEY
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	245
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	103
b Retired or separated participants receiving benefits		6b	50
c Other retired or separated participants entitled to future benefits		6c	44
d Subtotal. Add lines 6a , 6b , and 6c		6d	197
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	20
f Total. Add lines 6d and 6e		6f	217
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	
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: 1B 3H			
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>0</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

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

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

A Name of plan <u>HARTZELL COMPANIES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>HARTZELL INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>31-0674874</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2013</u>	
2 Assets:	
a Market value	2a <u>5844023</u>
b Actuarial value	2b <u>5844023</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>71</u> <u>1831638</u>
b For terminated vested participants.....	3b <u>58</u> <u>649687</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>0</u>
(2) Vested benefits	3c(2) <u>3465842</u>
(3) Total active.....	3c(3) <u>129</u> <u>3465842</u>
d Total.....	3d <u>258</u> <u>5947167</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 <u>6.44</u> %
6 Target normal cost	6 <u>239828</u>

Statement by Enrolled Actuary

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

SIGN HERE		<u>10/15/2014</u>
	Signature of actuary	Date
<u>DONALD BUNGENSTOCK</u>	Type or print name of actuary	<u>14-05702</u>
		Most recent enrollment number
<u>BUCK CONSULTANTS, LLC</u>	Firm name	<u>513-784-0005</u>
		Telephone number (including area code)
<u>720 EAST PETE ROSE WAY, SUITE 300</u> <u>CINCINNATI, OH 45202</u>	Address of the firm	

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

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

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of _____%		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		194423
b Interest on (a) using prior year's effective interest rate of <u>6.73</u> % except as otherwise provided (see instructions)		13085
c Total available at beginning of current plan year to add to prefunding balance		207508
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	98.26 %
15 Adjusted funding target attainment percentage	15	98.26 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	96.13 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/05/2013	100000	0			
07/10/2013	100000	0			
10/04/2013	100000	0			
01/10/2014	100000	0			
			Totals ►	18(b)	400000
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	384404
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 5.23%	2nd segment: 6.51%	3rd segment: 7.16 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	239828	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	103144	103144	
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	342972	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			0
36 Additional cash requirement (line 34 minus line 35).....	36	342972	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	384404	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	26772	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b		
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) 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 HARTZELL COMPANIES RETIREMENT PLAN	B Three-digit plan number (PN) ▶	003
C Plan sponsor's name as shown on line 2a of Form 5500 HARTZELL INDUSTRIES, INC.	D Employer Identification Number (EIN) 31-0674874	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

MERRILL LYNCH

13-5674085

(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?
28	NONE	55881	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

BUCK CONSULTATNS LLC

13-3954297

(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?
11	NONE	21179	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

REED MOTE STALEY

31-0744860

(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?
23	NONE	7693	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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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 HARTZELL COMPANIES RETIREMENT PLAN	B Three-digit plan number (PN) ►	003
C Plan sponsor's name as shown on line 2a of Form 5500 HARTZELL INDUSTRIES, INC.	D Employer Identification Number (EIN) 31-0674874	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a	7573	4163
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)	0	100000
	(2) Participant contributions.....	1b(2)		
	(3) Other.....	1b(3)	14392	11094
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	159337	97152
	(2) U.S. Government securities	1c(2)	1649680	1307637
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)	822716	843500
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)	6075	0
	(B) Common.....	1c(4)(B)	2735516	2285964
	(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)		
	(9) Value of interest in common/collective trusts	1c(9)		
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities.....	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	448733	390337
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5844022	5039847

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	9866	21557
k Total liabilities (add all amounts in lines 1g through 1j)	1k	9866	21557

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5834156	5018290
---	-----------	---------	---------

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)	400000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		400000

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)	122461	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		122461

(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)		
-----------------	--------------	--	--

(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)	675111	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		675111

		(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)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		1197572

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1904193	
(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)		1904193
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	84753	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	24492	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		109245
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2013438

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-815866
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: BATTELLE RIPPE KINGSTON

(2) EIN: 31-0210560

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a		X	
4b		X	

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

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
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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>HARTZELL COMPANIES RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>HARTZELL INDUSTRIES, INC.</u>	D Employer Identification Number (EIN) <u>31-0674874</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>31-0854433</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	<u>24</u>

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

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

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

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: 0.0% 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): _____

HARTZELL COMPANIES
RETIREMENT PLAN
FINANCIAL STATEMENTS
DECEMBER 31, 2013

HARTZELL COMPANIES
RETIREMENT PLAN
FINANCIAL STATEMENTS
DECEMBER 31, 2013

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INDEPENDENT AUDITORS' REPORT

To the Participants and Plan Trustees
Hartzell Companies Retirement Plan
Piqua, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Hartzell Companies Retirement Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2013 and 2012, the related statement of changes in net assets available for benefits for the years ended December 31, 2013 and 2012, the statement of accumulated plan benefits as of December 31, 2012, the related statement of changes in accumulated plan benefits for the year ended December 31, 2012, 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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information described in Note 3, which was certified by Bank of America, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's assets and executes transactions. The Plan administrator has obtained certifications from the trustee as of December 31, 2013 and 2012 and for the years then ended, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The supplemental schedule of assets (held at end of year) as of December 31, 2013 and the schedule of reportable transactions for the year ended December 31, 2013 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

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

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

Battelle Rippe Kington LLP

Dayton, Ohio
October 14, 2014

HARTZELL COMPANIES
RETIREMENT PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

	<i>December 31</i>	
	<u>2013</u>	<u>2012</u>
ASSETS		
Investments, at fair value:		
Money market fund	\$ 97,152	\$ 159,337
Mutual fund	390,337	448,733
United States Government securities	1,307,637	1,649,680
Corporate bonds	843,500	822,716
Common stocks	2,285,964	2,735,516
Preferred stock	-	6,075
	<u>4,924,590</u>	<u>5,822,057</u>
Receivables:		
Employer contribution	100,000	-
Accrued interest receivable	11,094	14,392
	<u>111,094</u>	<u>14,392</u>
Cash	<u>4,163</u>	<u>7,573</u>
Total assets	5,039,847	5,844,022
LIABILITIES	<u>21,557</u>	<u>9,866</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 5,018,290</u></u>	<u><u>\$ 5,834,156</u></u>

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

HARTZELL COMPANIES

RETIREMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	<i>Year Ended December 31</i>	
	<i>2013</i>	<i>2012</i>
Investment income:		
Interest and dividends	\$ 122,461	\$ 125,007
Net appreciation in fair value of investments	675,111	485,868
Total investment income	<u>797,572</u>	<u>610,875</u>
Employer contributions	<u>400,000</u>	<u>600,000</u>
Total	<u>1,197,572</u>	<u>1,210,875</u>
Deductions from net assets attributable to:		
Benefits paid to participants	1,904,193	873,456
Administrative expenses	109,245	113,334
Total deductions	<u>2,013,438</u>	<u>986,790</u>
Net (decrease) increase	(815,866)	224,085
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	<u>5,834,156</u>	<u>5,610,071</u>
End of year	<u>\$ 5,018,290</u>	<u>\$ 5,834,156</u>

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

HARTZELL COMPANIES
RETIREMENT PLAN
STATEMENT OF ACCUMULATED PLAN BENEFITS
DECEMBER 31, 2012

Actuarial present value of accumulated plan benefits:	
Vested benefits	
Participants currently receiving benefits	\$ 1,614,457
Other participants	3,344,241
	<u>4,958,698</u>
Non-vested benefits	<u>23,417</u>
Total actuarial present value of accumulated plan benefits	<u><u>\$ 4,982,115</u></u>

STATEMENT OF CHANGES IN ACCUMULATED PLAN BENEFITS
YEAR ENDED DECEMBER 31, 2012

Actuarial present value of accumulated plan benefits at beginning of year	<u>\$ 5,024,529</u>
Increase (decrease) during the year attributable to:	
Benefits accumulated and interest	831,042
Benefits paid	<u>(873,456)</u>
Net decrease	<u>(42,414)</u>
Actuarial present value of accumulated plan benefits at end of year	<u><u>\$ 4,982,115</u></u>

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

HARTZELL COMPANIES

RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 1 - DESCRIPTION OF PLAN

The Plan is a defined benefit pension plan designed to provide retirement, death and disability benefits to eligible employees of Hartzell Industries, Inc., Hartzell Hardwoods, Inc., Hartzell Fan, Inc. and Arkansas Face Veneer, Inc. (sponsors). It is subject to the provisions of the Employee Retirement Income Security Act of 1974. For more complete information on the Plan, participants should refer to the summary plan description, which is available from the Plan sponsors.

A summary of major Plan provisions follows:

Effective Date - January 1, 1980

Plan Eligibility - All employees are eligible on the January 1 or July 1 next following the completion of one year of service and attainment of age 21. No employees hired on or after January 1, 2005 shall become a participant in the Plan.

Vesting - A participant is nonvested if they have completed less than 5 years of service. A participant is fully vested after completing 5 years of service.

NORMAL RETIREMENT BENEFIT:

Eligibility - Age 65

Amount - A monthly pension, payable for life equal to \$5.00 times the number of years of credited service for hourly employees. Salary employees are entitled to annual pension benefits equal to .6% of final average earnings plus .3% of final average earnings in excess of Social Security covered compensation, times each year of service with a maximum of 35 years used for the excess portion of the formula.

EARLY RETIREMENT BENEFIT:

Eligibility - Age 55 and at least 10 Years of Service

Amount - A monthly pension, payable for life equal to the accrued normal retirement benefit reduced by 1/180 for each of the first 60 months before normal retirement and 1/360 for each additional month.

TERMINATION BENEFIT:

Eligibility - At least 5 years of credited service at date of termination

Amount - A deferred monthly pension, payable for life with payments commencing at age 65 equal in amount to the accrued normal retirement benefit at date of termination.

NOTE 1 - DESCRIPTION OF PLAN (CONTINUED)

DEATH BENEFIT:

Eligibility - A participant who has completed 5 years of service at date of death.

Amount - A monthly benefit payable to the surviving spouse or beneficiary for life, in an amount determined under the assumption that the deceased had retired the day prior to his death, having selected the joint and 100% survivor method of benefit payment. If the participant had completed 10 years of service prior to his death, the benefit will commence on the later of age 55 or his date of death. If he had completed less than 10 years of service, the benefit will commence at age 65.

DISABILITY BENEFIT:

Eligibility - Totally and permanently disabled and at least 5 years of service.

Amount - Same as early retirement, with further actuarial reductions for benefits commencing prior to age 55.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Basis of Presentation

The accompanying financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC).

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan's management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Investment Valuation and Income Recognition

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

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year. Capital gain distributions are included in interest and dividend income.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

Subsequent events have been evaluated through October 14, 2014, the date the financial statements were available to be issued.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated Plan benefits are those future periodic payments, including lump-sum distributions, which are attributable to the service employees have rendered. Accumulated Plan benefits include benefits expected to be paid to retired or terminated employees or their beneficiaries, beneficiaries of employees who have died, and present employees or their beneficiaries. The accumulated Plan benefits for active employees are based on credited years of service. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated Plan benefits at December 31, 2012 was determined by Buck Consultants and is that amount that results from applying actuarial assumptions to adjust the accumulated Plan benefits to reflect the time value of money through discounts for interest, and the probability of payment by means of decrements such as for death, disability, withdrawal, or retirement between the valuation date and the expected date of payment.

The Plan has elected to present actuarial benefit information as of the beginning of the Plan year. These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits. The actuarial cost method used in the valuation is the unit credit cost method.

The computation of the actuarial present value of accumulated plan benefits was made as of January 1, 2013. Had the valuation been performed as of December 31, 2012, there would be no material differences.

The significant actuarial assumptions used to determine the Plan's contributions are as follows:

Investment Return:	8.5% per annum
Mortality:	IRS 2013 Static Mortality Table
Assumed Retirement Age:	Retirement rates are as follows:

<i>Age</i>	<i>Retirement Rate</i>
60	5%
61	5%
62	20%
63	10%
64	10%
65 or older	100%

Salary Increase:	4.5% per annum.
Social Security Wage Base Increase:	4.0% per annum

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Rate of Termination: T-3 Turnover Table for salaried employees, and T-8 Turnover Table for hourly employees.

Rate of Disability: UAW disability rates for males and females.

The only change in actuarial assumptions was the use of updated mortality tables.

NOTE 3 – INFORMATION CERTIFIED BY THE PLAN’S TRUSTEE

The investment information included throughout the Plan’s financial statements and supplemental schedules as of December 31, 2013 and 2012 and for the years then ended was prepared by or derived from information provided by the trustee and furnished to the Plan administrator. The Plan administrator has obtained certifications from the trustee that information provided to the Plan administrator by the trustee related to these investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL’s Rules and Regulations for Reporting and Disclosure under ERISA, the Plan administrator instructed the Plan’s independent auditors not to perform any auditing procedures with respect to information in Notes 4 and 5 and supplemental schedules related to the Plan’s assets.

The trustee also certified to the completeness and accuracy of \$675,111 of net appreciation in fair value of investments and \$122,461 of interest and dividends for the year ended December 31, 2013 and \$485,868 of net appreciation in fair value of investments and \$125,007 of interest and dividends for the year ended December 31, 2012.

NOTE 4 - INVESTMENTS

The Plan’s investments, including investments bought, sold, or held during the year appreciated in value by \$675,111 in 2013 and appreciated in value by \$485,868 in 2012.

The following schedule summarizes this appreciation (depreciation) in fair value by investment class for the year ended December 31:

	<u>2013</u>	<u>2012</u>
United States Government securities	\$ (72,869)	\$ (7,995)
Corporate bonds	(25,055)	6,403
Common stocks	771,692	479,801
Mutual fund	2,478	8,563
Preferred stock	(1,135)	(904)
	<u>\$ 675,111</u>	<u>\$ 485,868</u>
Net appreciation in fair value	<u>\$ 675,111</u>	<u>\$ 485,868</u>

The fair value of individual investments that represent 5.0 percent or more of the Plan’s net assets are as follows:

	<u>December 31</u>	
	<u>2013</u>	<u>2012</u>
Blackrock Strategic Income Opportunities Fund	\$ 390,337	\$ 448,733

NOTE 5 - FAIR VALUE MEASUREMENTS

The Plan has determined the fair value of certain assets through application of accounting guidance that establishes a framework for measuring fair values. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value.

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under this standard are described below:

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

Level 2 Inputs to the valuation methodology include:

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

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

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

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

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

Common stocks, mutual fund and United States Government securities: Valued at the closing price reported on the active market on which the individual securities are traded.

Preferred stock and corporate bonds: Valued using quoted prices for identical or similar assets in both active and inactive markets.

Money market fund: Valued at the net asset value ("NAV") of shares held by the Plan at year end, as reported to the Plan by the trustee. A fund's NAV reflects an exit price, is the same for all holders of the fund, and provides the basis for current transactions.

NOTE 5 - FAIR VALUE MEASUREMENTS (CONTINUED)

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.

The following table summarizes assets measured at fair value on a recurring basis as of December 31, 2013 and 2012, segregated by the level of the valuation inputs within the fair value hierarchy utilized to measure fair value.

<i>At December 31, 2013</i>	<i>Total</i>	<i>Quoted Prices In Active Markets for Identical Assets (Level 1)</i>	<i>Significant Other Observable Inputs (Level 2)</i>	<i>Significant Unobservable Inputs (Level 3)</i>
Common Stocks:				
Telecommunication services	\$ 20,316	\$ 20,316	\$ -	\$ -
Health care	283,025	283,025		
Consumer staples	122,764	122,764		
Information technology	312,001	312,001		
Energy	249,809	249,809		
Financial services	457,249	457,249		
Utilities	23,774	23,774		
Consumer discretionary	391,780	391,780		
Industrials	238,737	238,737		
Materials	186,509	186,509		
Total common stocks	<u>2,285,964</u>	<u>2,285,964</u>	<u>-</u>	<u>-</u>
United States Government securities:				
Short-term	665,932	665,932		
Intermediate-term	89,125	89,125		
Long-term	552,580	552,580		
Total government securities	<u>1,307,637</u>	<u>1,307,637</u>	<u>-</u>	<u>-</u>
Corporate bonds:				
Short-term	605,021		605,021	
Intermediate-term	238,479		238,479	
Total corporate bonds	<u>843,500</u>	<u>-</u>	<u>843,500</u>	<u>-</u>
Money market fund	97,152		97,152	
Mutual fund	390,337	390,337		
Total investments at fair value	<u>\$ 4,924,590</u>	<u>\$ 3,983,938</u>	<u>\$ 940,652</u>	<u>\$ -</u>

NOTE 5 - FAIR VALUE MEASUREMENTS (CONTINUED)

<i>At December 31, 2012</i>	<i>Total</i>	<i>Quoted Prices In Active Markets for Identical Assets (Level 1)</i>	<i>Significant Other Observable Inputs (Level 2)</i>	<i>Significant Unobservable Inputs (Level 3)</i>
Common Stocks:				
Telecommunication services	\$ 55,871	\$ 55,871	\$ -	\$ -
Health care	348,502	348,502		
Consumer staples	132,935	132,935		
Information technology	294,474	294,474		
Energy	293,683	293,683		
Financial services	539,734	539,734		
Utilities	26,918	26,918		
Consumer discretionary	557,915	557,915		
Industrials	318,487	318,487		
Materials	166,997	166,997		
Total common stocks	<u>2,735,516</u>	<u>2,735,516</u>	<u>-</u>	<u>-</u>
United States Government securities:				
Short-term	691,629	691,629		
Intermediate-term	340,199	340,199		
Long-term	617,852	617,852		
Total government securities	<u>1,649,680</u>	<u>1,649,680</u>	<u>-</u>	<u>-</u>
Corporate bonds:				
Short-term	538,440		538,440	
Intermediate-term	284,276		284,276	
Total corporate bonds	<u>822,716</u>	<u>-</u>	<u>822,716</u>	<u>-</u>
Money market fund	159,337		159,337	
Mutual fund	448,733	448,733		
Preferred stock	6,075		6,075	
Total investments at fair value	<u>\$ 5,822,057</u>	<u>\$ 4,833,929</u>	<u>\$ 988,128</u>	<u>\$ -</u>

There were no transfers in or out of Levels 1 and 2 during the years ended December 31, 2013 or 2012.

NOTE 6 - PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan, in certain circumstances, to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event that the Plan is terminated, the net assets of the Plan will be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations and the Plan Document.

NOTE 6 - PLAN TERMINATION (CONTINUED)

Certain benefits under the Plan are insured by the Pension Benefit Guaranty Corporation (PBGC) if the Plan terminates. Generally, the PBGC guarantees most vested normal-age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination subject to a statutory ceiling on the amount of an individual's monthly benefits.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while other benefits may not be provided for at all.

NOTE 7 - FUNDING POLICY

The sponsors' funding policy is to make annual contributions to the Plan in amounts that are equal to the actuarially determined normal service cost plus a portion of the past service cost liability, so that all employees' benefits should be fully provided for by the time of retirement. The sponsors' contributions for the years ended December 31, 2013 and 2012 complies with the minimum funding requirements of ERISA. Although it has not expressed any intention to do so, the Company can discontinue contributions at any time and terminate the Plan subject to the provisions set forth in ERISA.

NOTE 8 - INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated May 17, 2011, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan administrator believes the Plan is designed and being operated in compliance with the applicable requirements of the IRC.

The Plan administrator evaluated the Plan's tax positions and concluded that there are no uncertain tax positions that require recognition or disclosure in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by tax authorities for years before 2010.

NOTE 9 - 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 the amounts reported in the statement of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

NOTE 10 - RELATED-PARTY TRANSACTIONS

Fees paid for actuarial, trustee, audit and other administrative services rendered by parties-in-interest totaled \$94,620 and \$92,363 for the years ended December 31, 2013 and 2012, respectively.

Certain Plan investments held during 2013 and 2012 are shares of mutual funds managed by Bank of America. Bank of America is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

HARTZELL COMPANIES

RETIREMENT PLAN NUMBER 003

EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	MONEY MARKET FUND			
*	BIF Money Fund	97,152 units	\$ 97,152	\$ 97,152
	MUTUAL FUND			
	Blackrock Strategic Income Opportunities Fund	38,419 par	\$ 380,649	\$ 390,337
	UNITED STATES GOVERNMENT SECURITIES			
	Federal Home Loan Mortgage Corp., 4.0%, due 2041	24,091 par	24,238	24,760
	Federal Home Loan Mortgage Corp., 5.00%, due 7/15/2014	20,000 par	21,810	20,520
	Federal National Mortgage Assoc., 0.625%, due 10/30/2014	32,000 par	32,178	32,118
	Federal National Mortgage Assoc., 0.50%, due 7/30/2016	45,000 par	45,043	44,951
	Federal Home Loan Mortgage Corp., 1.00%, due 6/29/2017	54,000 par	54,345	53,676
	Federal National Mortgage Assoc., 4.50%, due 2041	79,931 par	87,479	84,930
	Federal National Mortgage Assoc., 4.50%, due 2041	2,182 par	2,301	2,313
	Federal National Mortgage Assoc., 3.50%, due 2025	2,198 par	2,211	2,300
	Federal National Mortgage Assoc., 3.50%, due 2026	20,854 par	22,136	21,822
	Federal National Mortgage Assoc., 4.50% due 2041	10,924 par	11,223	11,579
	Federal National Mortgage Assoc., 4.50% due 2041	38,576 par	41,252	41,009
	Federal National Mortgage Assoc., 3.50% due 2042	25,037 par	26,734	24,896
	Federal National Mortgage Assoc., 4.00% due 2041	44,083 par	47,260	45,414
	Federal National Mortgage Assoc., 3.50% due 2043	84,930 par	84,339	84,481
	Federal National Mortgage Assoc., 4.5%, due 2039	7,467 par	4,332	7,912
	Federal National Mortgage Assoc., 3.00% due 2033	34,190 par	35,184	33,687
	Federal National Mortgage Assoc., 4.00% due 2041	21,504 par	22,156	22,149
	US Treasury Note, 3.125%, due 5/15/2019	61,000 par	67,041	65,003
	US Treasury Note, 2.375%, due 10/31/2014	44,000 par	45,969	44,806
	US Treasury Note, 1.250%, due 9/30/2015	154,000 par	157,663	156,496
	US Treasury Note, 1.00%, due 3/31/2017	82,000 par	83,586	82,180
	US Treasury Note, 1.750%, due 5/15/2023	188,000 par	180,536	169,450
	US Treasury Note, 1.00%, due 5/31/2018	92,000 par	90,838	89,988
	US Treasury Note, 0.250%, due 10/31/2015	55,000 par	54,968	54,923
	US Treasury Note, 1.250%, due 10/31/2018	88,000 par	87,711	86,274
	Total		\$ 1,332,533	\$ 1,307,637
	CORPORATE BONDS			
	American Express Credit Ser Mtn, 2.80%, due 9/19/2016	21,000 par	22,237	21,942
	American International Group, 3.375%, due 8/15/2020	26,000 par	26,148	26,151
	Anheuser-Busch Inbev Fin, 0.80% due 1/15/2016	33,000 par	33,032	32,977
	Apple Inc, 2.00%, due 5/3/2018	22,000 par	22,025	21,273
	Berkshire Hathaway Inc	33,000 par	33,032	32,628

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES

RETIREMENT PLAN NUMBER 003

EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Bristol-Myers Squibb Co., 0.875%, due 8/1/2017	22,000 par	21,892	21,443
	Citigroup Inc., 3.953%, due 6/15/2016	36,000 par	38,418	38,300
	ComCast Corp, 5.30%, due 1/15/2014	18,000 par	19,181	18,027
	Costco Wholesale Corp., 1.70%, due 12/15/2019	24,000 par	24,086	23,118
	DirectTV Holding, 3.5%, due 3/1/2016	20,000 par	21,180	20,994
	Enterprise Products, 1.250%, due 8/13/2015	26,000 par	26,186	26,173
	General Electric Co., 1.00%, due 1/8/2016	42,000 par	41,975	42,105
	Goldman Sachs Group Inc., 6.15%, due 4/1/2018	18,000 par	21,285	20,640
	Goldman Sachs Group Inc., 5.25%, due 7/27/2021	31,000 par	33,042	33,940
	GS Mtg Sec II, Var, due 8/10/2045	43,000 par	49,583	47,217
	HCP Inc., 2.625%, due 2/1/2020	41,000 par	40,388	39,081
	JPMorgan Chase, 5.150%, due 10/1/2015	29,000 par	31,759	30,995
	Kinder Morgan Ener Part, 3.950%, due 9/1/2022	22,000 par	22,884	21,438
	Metlife Inc., 5.00%, due 6/15/2015	18,000 par	19,958	19,106
	Morgan Stanley, 2.125%, due 4/25/2018	27,000 par	27,128	26,767
	Prudential Financial Inc., 5.10%, due 9/20/2014	18,000 par	19,427	18,575
	Royal Bank of Canada, 1.150%, due 3/13/2015	32,000 par	32,207	32,265
	Toyota Motor Credit Corp, 1.375%, due 1/10/2018	33,000 par	33,159	32,362
	Verizon Communications, 4.6%, due 4/1/2021	45,000 par	50,698	47,534
	Wal-Mart Stores Inc., 0.60% due 4/11/2016	29,000 par	29,055	28,958
	Watson Pharmaceuticals, 1.875%, due 10/1/2017	33,000 par	33,477	32,656
	Wells Fargo & Company, 2.625%, due 12/15/2016	32,000 par	33,411	33,513
	Wells Fargo & Company, 1.250%, due 2/13/2014	32,000 par	32,159	32,264
	USD Rabobank Utrecht, 3.375%, due 1/19/2017	20,000 par	20,999	21,058
	Total		<u>\$ 860,011</u>	<u>\$ 843,500</u>

COMMON STOCKS

3M Company	118 shares	10,621	16,549
ABB Ltd	189 shares	3,532	5,020
Abercrombie & Fitch Co	106 shares	3,468	3,488
ADT Corp	247 shares	8,535	9,996
Aetna Inc.	159 shares	10,500	10,906
Africa Oil Corp	303 shares	2,776	2,632
Agilent Technologies Inc	176 shares	6,915	10,065
AKZO	79 shares	1,618	2,044
Albemarle Corp	45 shares	2,412	2,853
Alere Inc.	10 shares	215	362
Alliant Energy Corp.	67 shares	3,485	3,457
Allinz Akngslst Spd Adr	337 shares	4,636	6,110
Amazon Com Inc	27 shares	7,644	10,767

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	AMC Entertainment Holdings, Inc.	59 shares	1,167	1,212
	American Campus Communities, Inc.	155 shares	6,416	4,993
	American International Group Inc	729 shares	28,203	37,215
	Anheuser-Busch InBev	52 shares	4,788	5,536
	Antero Res Corp.	138 shares	7,659	8,755
	AOL, Inc.	107 shares	4,023	4,988
	Apollo Group, Inc.	160 shares	3,018	4,371
	Arrow Electronics	68 shares	2,184	3,689
	ASML Holding NV NY	292 shares	25,013	27,360
	Associated Banc Corp	203 shares	2,951	3,532
	Astellas Pharm., Inc.	264 shares	3,355	3,917
	AT&T Inc	267 shares	8,460	9,388
	Atlas Copco	84 shares	1,505	2,339
	Axa SA	161 shares	3,207	4,490
	Axiall Corp.	43 shares	2,064	2,040
	Bank Hawaii Corp.	43 shares	2,384	2,543
	Barclays Plc	304 shares	5,215	5,512
	Barrett Bill Corp.	125 shares	2,307	3,348
	BASF AG	40 shares	3,087	4,312
	Bayer AG	40 shares	3,106	5,680
	BE Aerospace, Inc.	152 shares	10,866	13,229
	Berkshire Hathaway Inc.	68 shares	5,573	8,062
	BG Group Plc	426 shares	7,985	9,240
	BHP Limited	119 shares	8,074	8,116
	Biogen Idec Inc.	119 shares	16,416	33,269
	BNP Paribas	111 shares	3,227	4,351
	Bristol Myers Squibb Co.	229 shares	8,402	12,171
	British American Tobacco	49 shares	3,766	5,264
	Burberry Group Plc	86 shares	3,528	4,347
	Canadian Pacific Railway LTD	139 shares	18,329	21,033
	Canon Inc.	54 shares	2,231	1,728
	Carefusion Corp.	145 shares	3,536	5,774
	Carpenter Technology	33 shares	1,851	2,053
	CBS Corp	401 shares	15,304	25,560
	Celgene Corp.	156 shares	22,586	26,359
	Centrica Plc	102 shares	2,157	2,364
	Check Point Software Tech	66 shares	3,162	4,257
	Cheung Kong Holdings Ltd	352 shares	4,856	5,565
	Chevron Corp	198 shares	19,211	24,732
	China Construction	207 shares	2,979	3,142

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Chubb Corp	146 shares	9,945	14,108
	CIE Financiere Richemont	1,256 shares	10,556	12,560
	Cisco Systems Inc	874 shares	21,638	19,604
	Citigroup Inc.	1,000 shares	34,793	52,110
	CNOOC Ltd.	13 shares	2,369	2,440
	Comcast Corp	670 shares	26,104	34,817
	Commonwealth Reit	206 shares	4,731	4,802
	Continental Resources, Inc.	82 shares	9,337	9,227
	Con-Way Inc	79 shares	2,714	3,137
	Corp Office Pptys Trust	209 shares	5,971	4,951
	Coty Inc.	162 shares	2,588	2,471
	Crane Co	38 shares	2,430	2,556
	Credit Suisse Gp	134 shares	4,411	4,159
	Cummins Engine Co Inc.	139 shares	17,144	19,595
	CVS Corp	387 shares	18,647	27,698
	DBS Group Holdings	66 shares	2,995	3,582
	Deckers Outdoor Corp.	36 shares	1,984	3,041
	Delta Air Lines Inc.	119 shares	1,291	3,269
	Diageo Plc	34 shares	2,955	4,502
	Dicks Sporting Goods Inc	49 shares	2,332	2,847
	Discover Financial Services	291 shares	6,879	16,281
	Dover Corp	43 shares	2,017	4,151
	Dow Chemical	236 shares	9,746	10,478
	E M C Corporation	476 shares	12,436	11,971
	East Japan	275 shares	3,287	3,680
	Eli Lilly Co	187 shares	7,105	9,537
	Energizer Holdings Inc.	27 shares	1,826	2,922
	Essilor International	30 shares	1,604	1,606
	Everest Research Group Ltd	20 shares	1,956	3,117
	Exxon Mobil Corp	283 shares	25,170	28,640
	Facebook, Inc.	418 shares	19,114	22,843
	Fanuc Ltd.	132 shares	3,370	4,054
	Federated Investors	89 shares	2,139	2,563
	Fid National Title Group	83 shares	1,420	2,693
	First Niagara Financial Group Inc.	272 shares	2,835	2,889
	Firstmerit Corp	137 shares	2,257	3,046
	Fleetcor Technologies, Inc.	35 shares	3,011	4,101
	Flowers Foods Inc.	113 shares	2,168	2,426
	Forest City Enterprises	246 shares	3,789	4,699
	Fresenius Medical Care AG & Co.	79 shares	2,685	2,811

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Fulton Financial Corp.	255 shares	2,911	3,337
	GAP Inc.	348 shares	13,749	13,600
	General Electric	767 shares	16,202	21,499
	Genworth Financial, Inc.	507 shares	7,768	7,874
	Gilead Sciences Inc	604 shares	22,484	45,360
	Goldman Sachs Group Inc	124 shares	14,205	21,980
	Google Inc.	40 shares	31,858	44,828
	Green Mountain Coffee, Inc.	139 shares	10,423	10,500
	Greenhill Company, Inc.	46 shares	2,576	2,665
	Halliburton Company	217 shares	10,069	11,013
	Hancock Holding Co	95 shares	3,195	3,485
	Hang Lung Properties	166 shares	3,205	2,611
	Hanover Insurance Group, Inc.	43 shares	2,332	2,568
	Hawaiian Electric Inc.	115 shares	3,027	2,996
	Helix Energy Solutions	150 shares	3,717	3,477
	Henkel KGAA	28 shares	1,901	3,267
	Honda Motor	105 shares	3,440	4,342
	Hospira Inc.	131 shares	4,557	5,407
	HSBC Holdings	176 shares	9,062	9,703
	Imperial Tob Group	43 shares	2,782	3,345
	Industrial and Commercial Bank of China	243 shares	3,297	3,300
	Informatica Corp.	60 shares	2,207	2,490
	ING Group	370 shares	3,926	5,184
	ING US, Inc.	109 shares	3,245	3,831
	Ingersoll-Rand PLC	217 shares	8,499	13,367
	Ingram Micro Inc	135 shares	2,428	3,167
	Ingredion, Inc.	38 shares	2,368	2,601
	Intercont Inentalexchange Group	49 shares	8,930	11,021
	International Paper	378 shares	11,696	18,533
	J P Morgan Chase and Co	677 shares	26,885	39,591
	KBR Inc	113 shares	3,616	3,604
	Kemper Corp	89 shares	2,870	3,638
	Kinder Morgan Inc	173 shares	4,263	3,560
	Kubota Ltd	67 shares	3,086	5,601
	Lafarge	213 shares	3,427	3,987
	Lear Corp	31 shares	1,287	2,510
	Lennar Corp	65 shares	1,209	2,571
	Liberty Global Inc	186 shares	12,350	16,554
	Liberty Spinco, Inc.	81 shares	12,042	11,850
	Linkedin Corp	77 shares	16,936	16,696

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HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Lowes Companies Inc	377 shares	18,257	18,680
	Lululemon Athletica Inc.	263 shares	17,231	15,525
	LVMH Moet Hennessy	127 shares	3,648	4,648
	Macys, Inc.	148 shares	7,366	7,903
	Manpower Inc.	31 shares	1,146	2,662
	Marathon Oil Corp	289 shares	7,410	10,202
	Marathon Petroleum Corp	157 shares	7,130	14,402
	Marks and Spencer Gp	269 shares	3,047	3,856
	McDermott Intl Inc	293 shares	2,626	2,684
	MDU Resources Group	88 shares	2,277	2,688
	Meadwestvaco Corp	64 shares	1,753	2,364
	Medtronic, Inc.	230 shares	12,740	13,200
	Merck and Co Inc	310 shares	13,259	15,515
	Metlife Inc	292 shares	9,611	15,745
	Microsoft Corp	219 shares	6,653	8,193
	Mitsubishi Corp	153 shares	6,592	5,866
	Mitsubishi Estate Ltd	196 shares	3,858	5,907
	Mohawk Industries, Inc.	25 shares	3,160	3,722
	Monsanto Co.	317 shares	24,541	36,946
	Myriad Genetics, Inc.	158 shares	4,217	3,315
	NCR Corporation	135 shares	3,560	4,598
	Nestle S A	117 shares	5,879	8,610
	Netapp, Inc.	394 shares	16,453	16,209
	New York Community Bancorp	326 shares	4,443	5,493
	Nidec Corporation	105 shares	2,069	2,595
	Nitto Denko Corp.	161 shares	4,934	3,434
	Novartis	95 shares	5,403	7,636
	Novo Nordisk	15 shares	2,532	2,771
	Oasis Petroleum Inc	83 shares	1,610	3,899
	Office Depot, Inc.	655 shares	2,632	3,465
	OGE Energy Corp	87 shares	3,224	2,949
	Oil Sts International, Inc.	24 shares	1,868	2,441
	Old Repub International Corp.	73 shares	847	1,261
	Owens & Minor Inc.	93 shares	2,782	3,400
	Owens Ill Inc	91 shares	2,403	3,256
	Panera Bread Co.	24 shares	3,939	4,241
	Parker Hannifin Corp	183 shares	14,412	23,541
	Patterson UTI Energy Inc.	107 shares	1,879	2,709
	Perno-Ricard	327 shares	7,939	7,429
	Pfizer Inc.	866 shares	20,650	26,526

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HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Ping An Ins Group Co	179 shares	2,852	3,227
	Pinnacle Food, In.	39 shares	1,068	1,071
	Pitney Bowes, Inc.	216 shares	3,572	5,033
	PNM Resources Inc	121 shares	2,705	2,919
	Priceline Com Inc.	22 shares	16,547	25,573
	Prudential PLC	171 shares	3,797	7,695
	PTC Inc.	112 shares	2,610	3,964
	PVH Corp	30 shares	2,068	4,081
	Quanta Services, Inc.	85 shares	2,532	2,683
	RF Micro Devices, Inc.	514 shares	2,571	2,652
	Rio Tinto Plc	165 shares	9,077	9,311
	Roche Holding Ltd	117 shares	6,581	8,213
	Rock-Tenn Co	36 shares	2,580	3,780
	Rockwood Holdings Inc	42 shares	2,059	3,021
	Royal Dutch Shell Plc	151 shares	10,311	10,762
	Salesforce Com Inc.	212 shares	11,195	11,700
	Sanofi Synthelabo	128 shares	5,327	6,865
	SAP Aktiengesellschaft	88 shares	4,869	7,668
	Schlumberger Ltd	457 shares	36,780	41,180
	Schneider Elec SA	346 shares	5,371	6,072
	Sherwin Williams	127 shares	22,847	23,304
	Shin-Etsu Chem	310 shares	4,349	4,526
	Siemens AG	48 shares	4,572	6,648
	Skyworks Solutions, Inc.	97 shares	2,501	2,770
	SM Energy Co	50 shares	2,655	4,155
	Springleaf Holdings, Inc.	123 shares	2,493	3,109
	SPX Corp	38 shares	2,323	3,785
	Staples, Inc.	143 shares	1,616	2,272
	Starbucks Corp	103 shares	4,424	8,074
	Starwood Hotels and Resorts Worldwide	275 shares	15,632	21,849
	State Street Corp.	179 shares	8,741	13,137
	Steel Dynamics, Inc.	183 shares	2,882	3,576
	Suncor Energy Inc	375 shares	12,316	13,144
	Suntrust Banks, Inc.	335 shares	9,781	12,331
	Superior Energy Services, Inc.	132 shares	3,031	3,513
	Supervalu, Inc.	347 shares	2,755	2,530
	Taiwan S Manufacturing	174 shares	2,166	3,035
	Tanger Factory Outlet Centers	142 shares	4,602	4,547
	TCF Financial Corp.	194 shares	2,741	3,152
	TE Connectivity LTD	198 shares	9,253	10,912

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Technip-Coflexip	134 shares	3,505	3,237
	Teco Energy Inc.	138 shares	2,403	2,379
	Teleflex, Inc.	63 shares	4,889	5,913
	Tenneco Automotive, Inc.	48 shares	2,340	2,715
	Tesco Plc	227 shares	4,064	3,823
	Tesoro Plc.	118 shares	6,753	6,903
	Teva Pharmaceutical Inds	95 shares	4,287	3,808
	Texas Instruments	466 shares	18,656	20,462
	Tibco Software, Inc.	144 shares	3,028	3,237
	Timken Company	66 shares	2,290	3,635
	TJX Cos Inc	345 shares	12,673	21,987
	Toyota Motor Corp	74 shares	7,019	9,022
	Travelers Cos Inc	163 shares	10,661	14,758
	Tribune Co.	66 shares	4,122	5,108
	Tullow Oil Plc	321 shares	3,124	2,266
	Twenty-First Century Fox, Inc.	474 shares	10,226	16,671
	Twitter Inc.	68 shares	3,051	4,328
	Tyco International Ltd	274 shares	6,342	11,245
	Tyson Foods Inc.	91 shares	2,179	3,045
	UBS AG	308 shares	5,124	5,929
	UGI Corp	97 shares	2,877	4,022
	Unilever NV	125 shares	3,904	5,029
	Union Pacific Corp	99 shares	12,193	16,632
	United Continental Holdings, Inc.	235 shares	6,493	8,890
	UnitedHealth Group Inc.	213 shares	15,398	16,039
	US Bancorp	383 shares	11,842	15,473
	Valero Energy Corp	257 shares	6,600	12,953
	VISA Inc.	159 shares	20,753	35,406
	Vodafone Group	278 shares	7,299	10,928
	Volkswagen A G	131 shares	4,011	7,394
	W R Berkley Corp	86 shares	2,603	3,732
	Wal Mart Stores Inc	263 shares	18,544	20,695
	Walt Disney Company	474 shares	28,226	36,214
	Webster Financial Corp	103 shares	2,089	3,212
	Weight Watchers International	77 shares	2,613	2,536
	Wells Fargo & Co.	201 shares	6,373	9,125
	Westar Energy Inc.	154 shares	4,894	4,954
	Western Digital Corp.	109 shares	7,427	9,145
	Whiting Petroleum Corp	54 shares	2,249	3,341
	WPP Plc	48 shares	2,825	5,513

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Wyndham Worldwide Corp	49 shares	1,752	3,611
	Wynn Resorts Ltd	59 shares	2,252	2,683
	Xstrata Plc	113 shares	13,485	21,946
	Zurich Insurance Group	141 shares	3,202	4,113
	Total		<u>\$ 1,783,059</u>	<u>\$ 2,285,964</u>
	TOTAL INVESTMENTS - at fair value		<u><u>\$ 4,453,404</u></u>	<u><u>\$ 4,924,590</u></u>

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874
SCHEDULE H, PART IV, 4j
SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE PLAN YEAR ENDED DECEMBER 31, 2013

<i>(a) Identity of Party Involved</i>	<i>(b) Description of Asset</i>	<i>(c) Purchase Price</i>	<i>(d) Selling Price</i>	<i>(g) Cost of Asset Sold</i>	<i>(h) Fair Value of Asset on Transaction Date</i>	<i>(i) Net Gain (Loss)</i>
Category (i) - Single Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 1,026,652			\$ 1,026,652	
Bank of America	BIF Money Fund		\$ 1,026,652	\$ 1,026,652	1,026,652	\$ -
Category (iii) - Series of Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 3,069,587	\$ 3,131,772	\$ 3,131,772	\$ 6,201,359	\$ -

There were no category (ii) or (iv) transactions for the year ended December 31, 2013.

There were no lease rental activities or expenses incurred with the Plan.
Therefore, columns (e) and (f) were eliminated for presentation purposes.

ATTACHMENT TO 2013 SCHEDULE SB, LINE 26 – SCHEDULE OF ACTIVE PARTICIPANT DATA

[illegible]

THE HARTZELL COMPANIES RETIREMENT PLAN

EIN/PN: 31-0263158 / 001

ATTACHMENT TO 2013 SCHEDULE SB, PART V – STATEMENT OF ACTUARIAL ASSUMPTIONS***Prescribed Funding/PBGC Assumptions and Methods*****Funding interest rates**

Current Year:	Segment Rates with four-month lookback:	
	First Segment Rate	1.75%
	Second Segment Rate	4.62%
	Third Segment Rate	5.72%

In accordance with HATFA, the first, second and third Segment Rates are 5.23%, 6.51% and 7.16%, respectively, for minimum funding and benefit restrictions but not maximum tax-deductible purposes.

Effective Interest Rate	6.44%
(Based on HATFA rates)	

Prior Year:	Segment Rates with four-month lookback:	
	First Segment Rate	2.06%
	Second Segment Rate	5.25%
	Third Segment Rate	6.32%

In accordance with MAP-21, the first, second and third Segment Rates were constrained to a 90%-110% Corridor around the average Segment Rates for the 25-year period ending September 30, 2011, or 5.54%, 6.85% and 7.52%, respectively, for minimum funding and benefit restrictions but not maximum contribution purposes.

Effective Interest Rate	6.73%
(Based on MAP-21 rates)	

PBGC variable premium

Same as for funding without MAP-21 constraints.

Mortality

Mortality tables mandated by PPA as specified in IRS Regulation 1.430(h)(3)-1, applied on a static basis.

Actuarial cost method

The Funding Target is the present value of accrued benefits based on compensation and service to date. The Target Normal Cost is the present value of benefits expected to be accrued during the current plan year, reflecting the effect of expected compensation increases during the year and including expected plan administrative expenses to be paid from plan assets during the year.

THE HARTZELL COMPANIES RETIREMENT PLAN

EIN/PN: 31-0263158 / 001

ATTACHMENT TO 2013 SCHEDULE SB, PART V – STATEMENT OF ACTUARIAL ASSUMPTIONS**Salary increase assumption**

4.5% per annum.

Social Security Wage Base Increases

4.0% per annum.

Retirement rates

Age	Assumption
60	5%
61	5%
62	20%
63	10%
64	10%
65	100%

Disability rates

UAW disability rates for males and females.

Withdrawal rates⁽¹⁾

T-3 turnover table for salaried employees and T-8 turnover table for hourly employees. Sample rates as follows:

Age	Salaried	Hourly
25	5.35%	11.70%
40	4.04%	9.60%
55	1.38%	2.77%

⁽¹⁾ For active participants not eligible for retirement.**Asset valuation method**

The Valuation Assets are based on the market value. The discounted value of accrued contributions, if any, is included in the Valuation Assets.

Summary of Changes from the January 1, 2012 Valuation

The segment rates and mortality table were updated to those applicable to 2013 valuations.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4j
SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE PLAN YEAR ENDED DECEMBER 31, 2013

<i>(a)</i> <i>Identity</i> <i>of Party</i> <i>Involved</i>	<i>(b)</i> <i>Description of Asset</i>	<i>(c)</i> <i>Purchase</i> <i>Price</i>	<i>(d)</i> <i>Selling</i> <i>Price</i>	<i>(g)</i> <i>Cost of</i> <i>Asset</i> <i>Sold</i>	<i>(h)</i> <i>Fair Value</i> <i>of Asset on</i> <i>Transaction</i> <i>Date</i>	<i>(i)</i> <i>Net Gain</i> <i>(Loss)</i>
Category (i) - Single Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 1,026,652			\$ 1,026,652	
Bank of America	BIF Money Fund		\$ 1,026,652	\$ 1,026,652	1,026,652	\$ -
Category (iii) - Series of Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 3,069,587	\$ 3,131,772	\$ 3,131,772	\$ 6,201,359	\$ -

There were no category (ii) or (iv) transactions for the year ended December 31, 2013.

There were no lease rental activities or expenses incurred with the Plan.
Therefore, columns (e) and (f) were eliminated for presentation purposes.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4j
SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE PLAN YEAR ENDED DECEMBER 31, 2013

<i>(a)</i> <i>Identity</i> <i>of Party</i> <i>Involved</i>	<i>(b)</i> <i>Description of Asset</i>	<i>(c)</i> <i>Purchase</i> <i>Price</i>	<i>(d)</i> <i>Selling</i> <i>Price</i>	<i>(g)</i> <i>Cost of</i> <i>Asset</i> <i>Sold</i>	<i>(h)</i> <i>Fair Value</i> <i>of Asset on</i> <i>Transaction</i> <i>Date</i>	<i>(i)</i> <i>Net Gain</i> <i>(Loss)</i>
Category (i) - Single Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 1,026,652			\$ 1,026,652	
Bank of America	BIF Money Fund		\$ 1,026,652	\$ 1,026,652	1,026,652	\$ -
Category (iii) - Series of Transactions in Excess of 5 Percent of Plan Assets						
Bank of America	BIF Money Fund	\$ 3,069,587	\$ 3,131,772	\$ 3,131,772	\$ 6,201,359	\$ -

There were no category (ii) or (iv) transactions for the year ended December 31, 2013.

There were no lease rental activities or expenses incurred with the Plan.
Therefore, columns (e) and (f) were eliminated for presentation purposes.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

► Round off amounts to nearest dollar.

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

A Name of plan HARTZELL COMPANIES RETIREMENT PLAN	B Three-digit plan number (PN) ►	003
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF HARTZELL INDUSTRIES, INC.	D Employer Identification Number (EIN) 31-0674874	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500	

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2013</u>			
2 Assets:			
a Market value	2a		5844023
b Actuarial value	2b		5844023
3 Funding target/participant count breakdown:			
		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	71	1831638
b For terminated vested participants	3b	58	649687
c For active participants:			
(1) Non-vested benefits	3c(1)		0
(2) Vested benefits	3c(2)		3465842
(3) Total active	3c(3)	129	3465842
d Total	3d	258	5947167
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5		6.44%
6 Target normal cost	6		239828

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

SIGN HERE	 Signature of actuary	<u>October 15, 2014</u> Date 1405702
DONALD BUNGENSTOCK Type or print name of actuary BUCK CONSULTANTS, LLC Firm name 720 EAST PETE ROSE WAY, SUITE 300 CINCINNATI OH 45202 Address of the firm		Most recent enrollment number 513-784-0005 Telephone number (including area code)

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

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

Schedule SB (Form 5500) 2013

Part II Beginning of Year Carryover Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of _____ %		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		194423
	b Interest on (a) using prior year's effective interest rate of <u>6.73</u> % except as otherwise provided (see instructions)		13085
	c Total available at beginning of current plan year to add to prefunding balance		207508
	d Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages			
14	Funding target attainment percentage	14	98.26 %
15	Adjusted funding target attainment percentage	15	98.26 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	96.13 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/05/2013	100000	0			
07/10/2013	100000	0			
10/04/2013	100000	0			
01/10/2014	100000	0			
Totals ▶			18(b)	400000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 384404
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No	
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No	
c If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

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

21 Discount rate:			
a Segment rates:	1st segment: 5.23%	2nd segment: 6.51%	3rd segment: 7.16%
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 4
22 Weighted average retirement age			22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	239828
b Excess assets, if applicable, but not greater than line 31a		31b	0
32 Amortization installments:			
a Net shortfall amortization installment		Outstanding Balance 103144	Installment 117804
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)		34	357632
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement			0
36 Additional cash requirement (line 34 minus line 35)		36	357632
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	384404
38 Present value of excess contributions for current year (see instructions):			
a Total (excess, if any, of line 37 over line 36)		38a	26772
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

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

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

Hartzell Companies Retirement Plan

EIN: 31-0674874

PN: 003

Schedule SB, Line 19 - Discounted Employer Contributions

<u>Date</u>	<u>Amount</u>	<u>Plan Year</u>	<u>Days Discounted at Effective Rate of 6.44%</u>	<u>Days Discounted at Penalty Rate of 11.44%</u>	<u>Discounted Value</u>
Line 19c - Contributions Allocated Toward Minimum Required Contribution for Current Year					
4/5/2013	100,000	2013	94	0	98,406
7/10/2013	100,000	2013	190	0	96,803
10/4/2013	100,000	2013	276	0	95,390
1/10/2014	100,000	2013	374	0	93,805
Total	400,000				384,404

Hartzell Companies Retirement Plan

EIN: 31-0674874

Plan Number: 003

Schedule SB, Line 15 – Adjusted Funding Target Attainment Percentage

The plan sponsor elected to use HATFA assumptions for benefit restriction purposes for 2013. The Enrolled Actuary signed an AFTAP certification on 09/30/2013. The certification used MAP-21 first, second, and third segment rates of 4.94%, 6.15%, and 6.76%, respectively. It showed an AFTAP of 94.29%, based on:

Funding Target	\$	6,197,677
Actuarial Value of Assets	\$	5,844,023
Adjusted Funding Target	\$	6,197,677
Adjusted Actuarial Value of Assets	\$	5,844,023
Prefunding Balance	\$	-
Funding Standard Carryover Balance	\$	

The 2013 AFTAP is 98.26% using the HATFA assumptions shown on line 21a and the Funding Target shown on line 3d.

As the change is immaterial, the plan sponsor has not requested and the enrolled actuary has not signed a 2013 AFTAP certification using segment rates constrained by HATFA.

THE HARTZELL COMPANIES RETIREMENT PLAN

EIN/PN: 31-0263158 / 001

ATTACHMENT TO 2013 SCHEDULE SB, PART V – SUMMARY OF PLAN PROVISIONS

Appendix B: Summary of Plan Provisions *HOURLY EMPLOYEES*

Eligibility for Participation:

All hourly employees will be eligible upon the attainment of age twenty-one (21), and the completion of one year of service. No employee hired on or after January 1, 2005 shall become a participant in the Plan.

Entry Dates:

January 1 and July 1.

Normal Retirement Age:

Later of age 65, and the completion of five (5) years of service.

Normal Retirement Monthly Benefit:

A monthly benefit equal to \$5.00 times years of service.

Normal Form of Benefit:

Monthly income commencing on participant's retirement date and payable for life.

Early Retirement Monthly Benefit:

Upon completion of ten (10) years of service and attainment of age 55, a participant may elect to retire early and receive his accrued normal retirement benefit reduced by 1/180th for each of the first 60 months and 1/360th for each of the next 60 months by which his commencement date precedes his normal retirement date.

Deferred Retirement:

A participant may continue in active service after his normal retirement date. In this event, his benefit will be equal to the greater of the actuarial equivalent of his normal retirement benefit or his accrued benefit at late retirement date.

Disability Benefit:

A disabled participant who has completed five (5) years of service is eligible to receive an immediate benefit equal to his unreduced accrued benefit.

Death Benefits:

Beneficiaries of vested employees receive the survivor portion of a 100% joint and survivor pension.

Vesting:

Upon termination of employment after five (5) years of service, a participant will be entitled to receive his accrued monthly benefit, beginning at his normal retirement date.

Plan Merger:

Hourly employees who were previously covered under the Arkansas Face Veneer Company Retirement Income Plan joined this plan on September 30, 1998 as a result of the plan merger. These employees are guaranteed that their pensions on any date following the merger will not be less than if the prior plan provisions had continued for them and their highest five-year average compensation excluded compensation increases granted after September 30, 1998.

THE HARTZELL COMPANIES RETIREMENT PLAN

EIN/PN: 31-0263158 / 001

ATTACHMENT TO 2013 SCHEDULE SB, PART V – SUMMARY OF PLAN PROVISIONS

Appendix B: Summary of Plan Provisions

SALARIED EMPLOYEES

Eligibility for Participation:

All salaried employees will be eligible upon the attainment of age twenty-one (21), and the completion of one year of service. No employee hired on or after January 1, 2005 shall become a participant in the Plan.

Entry Dates:

January 1 and July 1.

Normal Retirement Age:

Later of age 65, and the completion of five (5) years of service.

Normal Retirement Monthly Benefit:

A monthly benefit equal to 0.6% of average monthly compensation plus 0.3% of average monthly compensation which is in excess of Social Security Covered Compensation, times years of service, with a maximum of 35 years used for the excess portion of the formula.

Normal Form of Benefit:

Monthly income commencing on a participant's retirement date and payable for life.

Early Retirement Monthly Benefit:

Upon completion of ten (10) years of service and attainment of age 55, a participant may elect to retire early and receive his accrued normal retirement benefit reduced by 1/180th for each of the first 60 months and 1/360th for each of the next 60 months by which his benefit commencement date precedes his normal retirement date.

Deferred Retirement:

A participant may continue in active service after his normal retirement date. In this event, his benefit will be equal to the greater of the actuarial equivalent of his normal retirement benefit or his accrued benefit at late retirement date.

Disability Benefit:

A disabled participant who has completed five (5) years of service continues to accrue benefit service under the Plan while disabled.

Death Benefits:

Beneficiaries of vested employees receive the survivor portion of a 100% joint and survivor pension.

Vesting:

Upon termination of employment after five (5) years of service, a participant will be entitled to receive his accrued monthly benefit, beginning at his normal retirement date.

Plan Merger:

Salaried employees who were previously covered by the Arkansas Face Veneer Company Retirement Income Plan joined this plan on September 30, 1998 as a result of the plan merger.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

(a)	(b) Identity of Issue	(c) Description of Investment	(d) Cost	(e) Current Value
	MONEY MARKET FUND			
*	BIF Money Fund	97,152 units	\$ 97,152	\$ 97,152
	MUTUAL FUND			
	Blackrock Strategic Income Opportunities Fund	38,419 par	\$ 380,649	\$ 390,337
	UNITED STATES GOVERNMENT SECURITIES			
	Federal Home Loan Mortgage Corp., 4.0%, due 2041	24,091 par	24,238	24,760
	Federal Home Loan Mortgage Corp., 5.00%, due 7/15/2014	20,000 par	21,810	20,520
	Federal National Mortgage Assoc., 0.625%, due 10/30/2014	32,000 par	32,178	32,118
	Federal National Mortgage Assoc., 0.50%, due 7/30/2016	45,000 par	45,043	44,951
	Federal Home Loan Mortgage Corp., 1.00%, due 6/29/2017	54,000 par	54,345	53,676
	Federal National Mortgage Assoc., 4.50%, due 2041	79,931 par	87,479	84,930
	Federal National Mortgage Assoc., 4.50%, due 2041	2,182 par	2,301	2,313
	Federal National Mortgage Assoc., 3.50%, due 2025	2,198 par	2,211	2,300
	Federal National Mortgage Assoc., 3.50%, due 2026	20,854 par	22,136	21,822
	Federal National Mortgage Assoc., 4.50% due 2041	10,924 par	11,223	11,579
	Federal National Mortgage Assoc., 4.50% due 2041	38,576 par	41,252	41,009
	Federal National Mortgage Assoc., 3.50% due 2042	25,037 par	26,734	24,896
	Federal National Mortgage Assoc., 4.00% due 2041	44,083 par	47,260	45,414
	Federal National Mortgage Assoc., 3.50% due 2043	84,930 par	84,339	84,481
	Federal National Mortgage Assoc., 4.5%, due 2039	7,467 par	4,332	7,912
	Federal National Mortgage Assoc., 3.00% due 2033	34,190 par	35,184	33,687
	Federal National Mortgage Assoc., 4.00% due 2041	21,504 par	22,156	22,149
	US Treasury Note, 3.125%, due 5/15/2019	61,000 par	67,041	65,003
	US Treasury Note, 2.375%, due 10/31/2014	44,000 par	45,969	44,806
	US Treasury Note, 1.250%, due 9/30/2015	154,000 par	157,663	156,496
	US Treasury Note, 1.00%, due 3/31/2017	82,000 par	83,586	82,180
	US Treasury Note, 1.750%, due 5/15/2023	188,000 par	180,536	169,450
	US Treasury Note, 1.00%, due 5/31/2018	92,000 par	90,838	89,988
	US Treasury Note, 0.250%, due 10/31/2015	55,000 par	54,968	54,923
	US Treasury Note, 1.250%, due 10/31/2018	88,000 par	87,711	86,274
	Total		\$ 1,332,533	\$ 1,307,637
	CORPORATE BONDS			
	American Express Credit Ser Mtn, 2.80%, due 9/19/2016	21,000 par	22,237	21,942
	American International Group, 3.375%, due 8/15/2020	26,000 par	26,148	26,151
	Anheuser-Busch Inbev Fin, 0.80% due 1/15/2016	33,000 par	33,032	32,977
	Apple Inc, 2.00%, due 5/3/2018	22,000 par	22,025	21,273
	Berkshire Hathaway Inc	33,000 par	33,032	32,628

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES

RETIREMENT PLAN NUMBER 003

EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

(a)	(b) Identity of Issue	(c) Description of Investment	(d) Cost	(e) Current Value
	Bristol-Myers Squibb Co., 0.875%, due 8/1/2017	22,000 par	21,892	21,443
	Citigroup Inc., 3.953%, due 6/15/2016	36,000 par	38,418	38,300
	ComCast Corp, 5.30%, due 1/15/2014	18,000 par	19,181	18,027
	Costco Wholesale Corp., 1.70%, due 12/15/2019	24,000 par	24,086	23,118
	DirectTV Holding, 3.5%, due 3/1/2016	20,000 par	21,180	20,994
	Enterprise Products, 1.250%, due 8/13/2015	26,000 par	26,186	26,173
	General Electric Co., 1.00%, due 1/8/2016	42,000 par	41,975	42,105
	Goldman Sachs Group Inc., 6.15%, due 4/1/2018	18,000 par	21,285	20,640
	Goldman Sachs Group Inc., 5.25%, due 7/27/2021	31,000 par	33,042	33,940
	GS Mtg Sec II, Var, due 8/10/2045	43,000 par	49,583	47,217
	HCP Inc., 2.625%, due 2/1/2020	41,000 par	40,388	39,081
	JPMorgan Chase, 5.150%, due 10/1/2015	29,000 par	31,759	30,995
	Kinder Morgan Ener Part, 3.950%, due 9/1/2022	22,000 par	22,884	21,438
	Metlife Inc., 5.00%, due 6/15/2015	18,000 par	19,958	19,106
	Morgan Stanley, 2.125%, due 4/25/2018	27,000 par	27,128	26,767
	Prudential Financial Inc., 5.10%, due 9/20/2014	18,000 par	19,427	18,575
	Royal Bank of Canada, 1.150%, due 3/13/2015	32,000 par	32,207	32,265
	Toyota Motor Credit Corp, 1.375%, due 1/10/2018	33,000 par	33,159	32,362
	Verizon Communications, 4.6%, due 4/1/2021	45,000 par	50,698	47,534
	Wal-Mart Stores Inc., 0.60% due 4/11/2016	29,000 par	29,055	28,958
	Watson Pharmaceuticals, 1.875%, due 10/1/2017	33,000 par	33,477	32,656
	Wells Fargo & Company, 2.625%, due 12/15/2016	32,000 par	33,411	33,513
	Wells Fargo & Company, 1.250%, due 2/13/2014	32,000 par	32,159	32,264
	USD Rabobank Utrecht, 3.375%, due 1/19/2017	20,000 par	20,999	21,058
	Total		\$ 860,011	\$ 843,500

COMMON STOCKS

3M Company	118 shares	10,621	16,549
ABB Ltd	189 shares	3,532	5,020
Abercrombie & Fitch Co	106 shares	3,468	3,488
ADT Corp	247 shares	8,535	9,996
Aetna Inc.	159 shares	10,500	10,906
Africa Oil Corp	303 shares	2,776	2,632
Agilent Technologies Inc	176 shares	6,915	10,065
AKZO	79 shares	1,618	2,044
Albemarle Corp	45 shares	2,412	2,853
Alere Inc.	10 shares	215	362
Alliant Energy Corp.	67 shares	3,485	3,457
Allinz Akngslst Spd Adr	337 shares	4,636	6,110
Amazon Com Inc	27 shares	7,644	10,767

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	AMC Entertainment Holdings, Inc.	59 shares	1,167	1,212
	American Campus Communities, Inc.	155 shares	6,416	4,993
	American International Group Inc	729 shares	28,203	37,215
	Anheuser-Busch InBev	52 shares	4,788	5,536
	Antero Res Corp.	138 shares	7,659	8,755
	AOL, Inc.	107 shares	4,023	4,988
	Apollo Group, Inc.	160 shares	3,018	4,371
	Arrow Electronics	68 shares	2,184	3,689
	ASML Holding NV NY	292 shares	25,013	27,360
	Associated Banc Corp	203 shares	2,951	3,532
	Astellas Pharm., Inc.	264 shares	3,355	3,917
	AT&T Inc	267 shares	8,460	9,388
	Atlas Copco	84 shares	1,505	2,339
	Axa SA	161 shares	3,207	4,490
	Axiall Corp.	43 shares	2,064	2,040
	Bank Hawaii Corp.	43 shares	2,384	2,543
	Barclays Plc	304 shares	5,215	5,512
	Barrett Bill Corp.	125 shares	2,307	3,348
	BASF AG	40 shares	3,087	4,312
	Bayer AG	40 shares	3,106	5,680
	BE Aerospace, Inc.	152 shares	10,866	13,229
	Berkshire Hathaway Inc.	68 shares	5,573	8,062
	BG Group Plc	426 shares	7,985	9,240
	BHP Limited	119 shares	8,074	8,116
	Biogen Idec Inc.	119 shares	16,416	33,269
	BNP Paribas	111 shares	3,227	4,351
	Bristol Myers Squibb Co.	229 shares	8,402	12,171
	British American Tobacco	49 shares	3,766	5,264
	Burberry Group Plc	86 shares	3,528	4,347
	Canadian Pacific Railway LTD	139 shares	18,329	21,033
	Canon Inc.	54 shares	2,231	1,728
	Carefusion Corp.	145 shares	3,536	5,774
	Carpenter Technology	33 shares	1,851	2,053
	CBS Corp	401 shares	15,304	25,560
	Celgene Corp.	156 shares	22,586	26,359
	Centrica Plc	102 shares	2,157	2,364
	Check Point Software Tech	66 shares	3,162	4,257
	Cheung Kong Holdings Ltd	352 shares	4,856	5,565
	Chevron Corp	198 shares	19,211	24,732
	China Construction	207 shares	2,979	3,142

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874
SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Chubb Corp	146 shares	9,945	14,108
	CIE Financiere Richemont	1,256 shares	10,556	12,560
	Cisco Systems Inc	874 shares	21,638	19,604
	Citigroup Inc.	1,000 shares	34,793	52,110
	CNOOC Ltd.	13 shares	2,369	2,440
	Comcast Corp	670 shares	26,104	34,817
	Commonwealth Reit	206 shares	4,731	4,802
	Continental Resources, Inc.	82 shares	9,337	9,227
	Con-Way Inc	79 shares	2,714	3,137
	Corp Office Pptys Trust	209 shares	5,971	4,951
	Coty Inc.	162 shares	2,588	2,471
	Crane Co	38 shares	2,430	2,556
	Credit Suisse Gp	134 shares	4,411	4,159
	Cummins Engine Co Inc.	139 shares	17,144	19,595
	CVS Corp	387 shares	18,647	27,698
	DBS Group Holdings	66 shares	2,995	3,582
	Deckers Outdoor Corp.	36 shares	1,984	3,041
	Delta Air Lines Inc.	119 shares	1,291	3,269
	Diageo Plc	34 shares	2,955	4,502
	Dicks Sporting Goods Inc	49 shares	2,332	2,847
	Discover Financial Services	291 shares	6,879	16,281
	Dover Corp	43 shares	2,017	4,151
	Dow Chemical	236 shares	9,746	10,478
	E M C Corporation	476 shares	12,436	11,971
	East Japan	275 shares	3,287	3,680
	Eli Lilly Co	187 shares	7,105	9,537
	Energizer Holdings Inc.	27 shares	1,826	2,922
	Essilor International	30 shares	1,604	1,606
	Everest Research Group Ltd	20 shares	1,956	3,117
	Exxon Mobil Corp	283 shares	25,170	28,640
	Facebook, Inc.	418 shares	19,114	22,843
	Fanuc Ltd.	132 shares	3,370	4,054
	Federated Investors	89 shares	2,139	2,563
	Fid National Title Group	83 shares	1,420	2,693
	First Niagara Financial Group Inc.	272 shares	2,835	2,889
	Firstmerit Corp	137 shares	2,257	3,046
	Fleetcor Technologies, Inc.	35 shares	3,011	4,101
	Flowers Foods Inc.	113 shares	2,168	2,426
	Forest City Enterprises	246 shares	3,789	4,699
	Fresenius Medical Care AG & Co.	79 shares	2,685	2,811

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874
SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Fulton Financial Corp.	255 shares	2,911	3,337
	GAP Inc.	348 shares	13,749	13,600
	General Electric	767 shares	16,202	21,499
	Genworth Financial, Inc.	507 shares	7,768	7,874
	Gilead Sciences Inc	604 shares	22,484	45,360
	Goldman Sachs Group Inc	124 shares	14,205	21,980
	Google Inc.	40 shares	31,858	44,828
	Green Mountain Coffee, Inc.	139 shares	10,423	10,500
	Greenhill Company, Inc.	46 shares	2,576	2,665
	Halliburton Company	217 shares	10,069	11,013
	Hancock Holding Co	95 shares	3,195	3,485
	Hang Lung Properties	166 shares	3,205	2,611
	Hanover Insurance Group, Inc.	43 shares	2,332	2,568
	Hawaiian Electric Inc.	115 shares	3,027	2,996
	Helix Energy Solutions	150 shares	3,717	3,477
	Henkel KGAA	28 shares	1,901	3,267
	Honda Motor	105 shares	3,440	4,342
	Hospira Inc.	131 shares	4,557	5,407
	HSBC Holdings	176 shares	9,062	9,703
	Imperial Tob Group	43 shares	2,782	3,345
	Industrial and Commercial Bank of China	243 shares	3,297	3,300
	Informatica Corp.	60 shares	2,207	2,490
	ING Group	370 shares	3,926	5,184
	ING US, Inc.	109 shares	3,245	3,831
	Ingersoll-Rand PLC	217 shares	8,499	13,367
	Ingram Micro Inc	135 shares	2,428	3,167
	Ingredion, Inc.	38 shares	2,368	2,601
	Intercont Inentalexchange Group	49 shares	8,930	11,021
	International Paper	378 shares	11,696	18,533
	J P Morgan Chase and Co	677 shares	26,885	39,591
	KBR Inc	113 shares	3,616	3,604
	Kemper Corp	89 shares	2,870	3,638
	Kinder Morgan Inc	173 shares	4,263	3,560
	Kubota Ltd	67 shares	3,086	5,601
	Lafarge	213 shares	3,427	3,987
	Lear Corp	31 shares	1,287	2,510
	Lennar Corp	65 shares	1,209	2,571
	Liberty Global Inc	186 shares	12,350	16,554
	Liberty Spinco, Inc.	81 shares	12,042	11,850
	Linkedin Corp	77 shares	16,936	16,696

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Lowes Companies Inc	377 shares	18,257	18,680
	Lululemon Athletica Inc.	263 shares	17,231	15,525
	LVMH Moet Hennessy	127 shares	3,648	4,648
	Macys, Inc.	148 shares	7,366	7,903
	Manpower Inc.	31 shares	1,146	2,662
	Marathon Oil Corp	289 shares	7,410	10,202
	Marathon Petroleum Corp	157 shares	7,130	14,402
	Marks and Spencer Gp	269 shares	3,047	3,856
	McDermott Intl Inc	293 shares	2,626	2,684
	MDU Resources Group	88 shares	2,277	2,688
	Meadwestvaco Corp	64 shares	1,753	2,364
	Medtronic, Inc.	230 shares	12,740	13,200
	Merck and Co Inc	310 shares	13,259	15,515
	Metlife Inc	292 shares	9,611	15,745
	Microsoft Corp	219 shares	6,653	8,193
	Mitsubishi Corp	153 shares	6,592	5,866
	Mitsubishi Estate Ltd	196 shares	3,858	5,907
	Mohawk Industries, Inc.	25 shares	3,160	3,722
	Monsanto Co.	317 shares	24,541	36,946
	Myriad Genetics, Inc.	158 shares	4,217	3,315
	NCR Corporation	135 shares	3,560	4,598
	Nestle S A	117 shares	5,879	8,610
	Netapp, Inc.	394 shares	16,453	16,209
	New York Community Bancorp	326 shares	4,443	5,493
	Nidec Corporation	105 shares	2,069	2,595
	Nitto Denko Corp.	161 shares	4,934	3,434
	Novartis	95 shares	5,403	7,636
	Novo Nordisk	15 shares	2,532	2,771
	Oasis Petroleum Inc	83 shares	1,610	3,899
	Office Depot, Inc.	655 shares	2,632	3,465
	OGE Energy Corp	87 shares	3,224	2,949
	Oil Sts International, Inc.	24 shares	1,868	2,441
	Old Repub International Corp.	73 shares	847	1,261
	Owens & Minor Inc.	93 shares	2,782	3,400
	Owens Ill Inc	91 shares	2,403	3,256
	Panera Bread Co.	24 shares	3,939	4,241
	Parker Hannifin Corp	183 shares	14,412	23,541
	Patterson UTI Energy Inc.	107 shares	1,879	2,709
	Perno-Ricard	327 shares	7,939	7,429
	Pfizer Inc.	866 shares	20,650	26,526

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HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874

SCHEDULE H, PART IV, 4i

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2013

<i>(a)</i>	<i>(b)</i> <i>Identity of Issue</i>	<i>(c)</i> <i>Description of Investment</i>	<i>(d)</i> <i>Cost</i>	<i>(e)</i> <i>Current Value</i>
	Ping An Ins Group Co	179 shares	2,852	3,227
	Pinnacle Food, In.	39 shares	1,068	1,071
	Pitney Bowes, Inc.	216 shares	3,572	5,033
	PNM Resources Inc	121 shares	2,705	2,919
	Priceline Com Inc.	22 shares	16,547	25,573
	Prudential PLC	171 shares	3,797	7,695
	PTC Inc.	112 shares	2,610	3,964
	PVH Corp	30 shares	2,068	4,081
	Quanta Services, Inc.	85 shares	2,532	2,683
	RF Micro Devices, Inc.	514 shares	2,571	2,652
	Rio Tinto Plc	165 shares	9,077	9,311
	Roche Holding Ltd	117 shares	6,581	8,213
	Rock-Tenn Co	36 shares	2,580	3,780
	Rockwood Holdings Inc	42 shares	2,059	3,021
	Royal Dutch Shell Plc	151 shares	10,311	10,762
	Salesforce Com Inc.	212 shares	11,195	11,700
	Sanofi Synthelabo	128 shares	5,327	6,865
	SAP Aktiengesellschaft	88 shares	4,869	7,668
	Schlumberger Ltd	457 shares	36,780	41,180
	Schneider Elec SA	346 shares	5,371	6,072
	Sherwin Williams	127 shares	22,847	23,304
	Shin-Etsu Chem	310 shares	4,349	4,526
	Siemens AG	48 shares	4,572	6,648
	Skyworks Solutions, Inc.	97 shares	2,501	2,770
	SM Energy Co	50 shares	2,655	4,155
	Springleaf Holdings, Inc.	123 shares	2,493	3,109
	SPX Corp	38 shares	2,323	3,785
	Staples, Inc.	143 shares	1,616	2,272
	Starbucks Corp	103 shares	4,424	8,074
	Starwood Hotels and Resorts Worldwide	275 shares	15,632	21,849
	State Street Corp.	179 shares	8,741	13,137
	Steel Dynamics, Inc.	183 shares	2,882	3,576
	Suncor Energy Inc	375 shares	12,316	13,144
	Suntrust Banks, Inc.	335 shares	9,781	12,331
	Superior Energy Services, Inc.	132 shares	3,031	3,513
	Supervalu, Inc.	347 shares	2,755	2,530
	Taiwan S Manufacturing	174 shares	2,166	3,035
	Tanger Factory Outlet Centers	142 shares	4,602	4,547
	TCF Financial Corp.	194 shares	2,741	3,152
	TE Connectivity LTD	198 shares	9,253	10,912

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HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874
SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Technip-Coflexip	134 shares	3,505	3,237
	Teco Energy Inc.	138 shares	2,403	2,379
	Teleflex, Inc.	63 shares	4,889	5,913
	Tenneco Automotive, Inc.	48 shares	2,340	2,715
	Tesco Plc	227 shares	4,064	3,823
	Tesoro Plc.	118 shares	6,753	6,903
	Teva Pharmaceutical Inds	95 shares	4,287	3,808
	Texas Instruments	466 shares	18,656	20,462
	Tibco Software, Inc.	144 shares	3,028	3,237
	Timken Company	66 shares	2,290	3,635
	TJX Cos Inc	345 shares	12,673	21,987
	Toyota Motor Corp	74 shares	7,019	9,022
	Travelers Cos Inc	163 shares	10,661	14,758
	Tribune Co.	66 shares	4,122	5,108
	Tullow Oil Plc	321 shares	3,124	2,266
	Twenty-First Century Fox, Inc.	474 shares	10,226	16,671
	Twitter Inc.	68 shares	3,051	4,328
	Tyco International Ltd	274 shares	6,342	11,245
	Tyson Foods Inc.	91 shares	2,179	3,045
	UBS AG	308 shares	5,124	5,929
	UGI Corp	97 shares	2,877	4,022
	Unilever NV	125 shares	3,904	5,029
	Union Pacific Corp	99 shares	12,193	16,632
	United Continental Holdings, Inc.	235 shares	6,493	8,890
	UnitedHealth Group Inc.	213 shares	15,398	16,039
	US Bancorp	383 shares	11,842	15,473
	Valero Energy Corp	257 shares	6,600	12,953
	VISA Inc.	159 shares	20,753	35,406
	Vodafone Group	278 shares	7,299	10,928
	Volkswagen A G	131 shares	4,011	7,394
	W R Berkley Corp	86 shares	2,603	3,732
	Wal Mart Stores Inc	263 shares	18,544	20,695
	Walt Disney Company	474 shares	28,226	36,214
	Webster Financial Corp	103 shares	2,089	3,212
	Weight Watchers International	77 shares	2,613	2,536
	Wells Fargo & Co.	201 shares	6,373	9,125
	Westar Energy Inc.	154 shares	4,894	4,954
	Western Digital Corp.	109 shares	7,427	9,145
	Whiting Petroleum Corp	54 shares	2,249	3,341
	WPP Plc	48 shares	2,825	5,513

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HARTZELL COMPANIES
RETIREMENT PLAN NUMBER 003
EMPLOYER IDENTIFICATION NUMBER 31-0674874
SCHEDULE H, PART IV, 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2013

<i>(a)</i>	<i>(b) Identity of Issue</i>	<i>(c) Description of Investment</i>	<i>(d) Cost</i>	<i>(e) Current Value</i>
	Wyndham Worldwide Corp	49 shares	1,752	3,611
	Wynn Resorts Ltd	59 shares	2,252	2,683
	Xstrata Plc	113 shares	13,485	21,946
	Zurich Insurance Group	141 shares	3,202	4,113
	Total		<u>\$ 1,783,059</u>	<u>\$ 2,285,964</u>
	TOTAL INVESTMENTS - at fair value		<u>\$ 4,453,404</u>	<u>\$ 4,924,590</u>

An (*) in column (a) identifies a person known to be a party-in-interest to the Plan.

THE HARTZELL COMPANIES RETIREMENT PLAN**EIN/PN: 31-0263158 / 001****ATTACHMENT TO 2013 SCHEDULE SB, PART 32 – SCHEDULE OF SHORTFALL AMORTIZATION BASES****Shortfall Amortization Summary**

Date Established	Initial Amount	Remaining Installments	Shortfall Amortization Installment	Present Value of Remaining Installments as of January 1, 2013
January 1, 2008	880,733	2	147,309	287,297
January 1, 2009	(622,139)	3	(110,398)	(315,006)
January 1, 2010	1,115,273	4	180,122	668,533
January 1, 2011	179,764	5	21,708	98,274
January 1, 2012	(710,542)	6	(120,596)	(633,928)
January 1, 2013	(2,026)	7	<u>(341)</u>	<u>(2,026)</u>
Total charge			\$ 117,804	\$ 103,144

THE HARTZELL COMPANIES RETIREMENT PLAN**EIN/PN: 31-0263158 / 001****ATTACHMENT TO 2013 SCHEDULE SB, PART 32 – SCHEDULE OF SHORTFALL AMORTIZATION BASES****Shortfall Amortization Summary**

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January 1, 2013	(2,026)	7	<u>(341)</u>	<u>(2,026)</u>
Total charge			\$ 117,804	\$ 103,144