

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>ST JOHN MEDICAL CENTER RETIREMENT SAVING</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>06/12/1999</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>34-1260978</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>440-827-5507</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>622000</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>06/12/1999</u>		2b Employer Identification Number (EIN) <u>34-1260978</u>		2c Sponsor's telephone number <u>440-827-5507</u>		2d Business code (see instructions) <u>622000</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>										
1c Effective date of plan <u>06/12/1999</u>											
2b Employer Identification Number (EIN) <u>34-1260978</u>											
2c Sponsor's telephone number <u>440-827-5507</u>											
2d Business code (see instructions) <u>622000</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>ST JOHN MEDICAL CENTER</u> <u>6935 TREELINE DRIVE</u> <u>BRECKSVILLE, OH 44141-3393</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. Signature of plan administrator	10/15/2014 Date	ALLEN TRACY Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 2719
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 1581
b Retired or separated participants receiving benefits		6b 10
c Other retired or separated participants entitled to future benefits.....		6c 1075
d Subtotal. Add lines 6a , 6b , and 6c		6d 2666
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e 7
f Total. Add lines 6d and 6e		6f 2673
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g 2443
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 112
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: 2G 2J 2S 2T 3D 3H 2E		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 0 A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

A Name of plan <u>ST JOHN MEDICAL CENTER RETIREMENT SAVING</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ST JOHN MEDICAL CENTER</u>	D Employer Identification Number (EIN) <u>34-1260978</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

04-2647786

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

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04-2647786

(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?
37 60 64 65	RECORDKEEPER	43603	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation NB LG CAP VAL TR - STATE STREET BA 04-0025081		
(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 0.40%		
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation TEMPLETON DEV MKTS A - FRANKLIN TE 94-3167260		
(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 0.40%		
(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:

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013		
A Name of plan ST JOHN MEDICAL CENTER RETIREMENT SAVING		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 ST JOHN MEDICAL CENTER		D Employer Identification Number (EIN) 34-1260978

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1787307	1824185
(2) Participant contributions	1b(2)	71659	188908
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2023	2577
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	666135	926521
(9) Value of interest in common/collective trusts	1c(9)	5389209	5139533
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	63858761	76510942
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	71775094	84592666

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	155154	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	155154	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	71619940	84592666
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Part II Income and Expense Statement

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

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2545390	
(B) Participants	2a(1)(B)	3207167	
(C) Others (including rollovers)	2a(1)(C)	495973	
(2) Noncash contributions	2a(2)	0	6248530
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	31100	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		31100
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3895968	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		3895968
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(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)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		-27572
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		8938893
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		19086919

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	6005738	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		6005738
f Corrective distributions (see instructions).....	2f		5073
g Certain deemed distributions of participant loans (see instructions).....	2g		25800
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other.....	2i(4)	44158	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		44158
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		6080769

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		13006150
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		33424

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: **KPMG LLP**

(2) EIN: **13-5565207**

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		1819181
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		15000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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

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

A Name of plan <u>ST JOHN MEDICAL CENTER RETIREMENT SAVING</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ST JOHN MEDICAL CENTER</u>	D Employer Identification Number (EIN) <u>34-1260978</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
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>04-6568107</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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



ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2013 and 2012

(With Independent Auditors' Report Thereon)

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

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All other schedules required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because there is no information to report.



KPMG LLP
One Cleveland Center
Suite 2600
1375 East Ninth Street
Cleveland, OH 44114-1796

Independent Auditors' Report

The Board of Directors
St. John Medical Center Retirement Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of St. John Medical Center Retirement Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in notes 3 and 4, which was certified by Fidelity Management Trust Company, the trustee, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the year ended December 31, 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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



Other Matter – Supplemental Schedules

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2013 and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2013, are required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with Department of Labor’s Rules and Regulations

The form and content of the information included in the 2013 financial statements and supplemental schedules, 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 ERISA.

KPMG LLP

Cleveland, Ohio
October 13, 2014

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets:		
Investments:		
Mutual funds	\$ 76,510,942	63,858,761
Common collective trust	5,139,533	5,389,209
Money market funds	<u>2,577</u>	<u>2,023</u>
Total investments	<u>81,653,052</u>	<u>69,249,993</u>
Receivables:		
Employer contributions	45,791	19,209
Nonelective employer contributions	1,778,394	1,768,098
Participant contributions	188,908	71,659
Notes receivable from participants	<u>926,521</u>	<u>666,135</u>
Total receivables	2,939,614	2,525,101
Liabilities:		
Other	<u>—</u>	<u>155,154</u>
Net assets available for benefits before adjustment	84,592,666	71,619,940
Adjustment from fair value to contract value for interest in common collective trust relating to fully benefit-responsive investment contracts	<u>(77,468)</u>	<u>(154,225)</u>
Net assets available for benefits	<u>\$ 84,515,198</u>	<u>71,465,715</u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2013

Investment income:	
Interest and dividends	\$ 3,976,253
Net appreciation in fair value of investments	8,938,893
Total investment income	<u>12,915,146</u>
Contributions:	
Employer match	766,996
Nonelective employer	1,778,394
Participants	3,207,167
Rollovers	495,973
Total contributions	<u>6,248,530</u>
Total additions	<u>19,163,676</u>
Deductions from net assets attributed to:	
Benefit payments	6,036,611
Administrative expenses	44,158
Transfer out to other plan	33,424
Total deductions	<u>6,114,193</u>
Net increase in net assets available for benefits	13,049,483
Net assets available for benefits at beginning of year	<u>71,465,715</u>
Net assets available for benefits at end of year	<u>\$ 84,515,198</u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(1) Description of the Plan

The following description of the St. John Medical Center Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering employees of St. John Medical Center and related entities (collectively the Company or Plan Administrator) who have been hired as of the first day of a plan year and attained age 21 or will attain age 21 during that plan year. Employees who have been hired after the first day of the plan year are eligible to participate as of the first day of the following plan year if they have attained age 21 or will attain age 21 during that plan year. Leased employees are not eligible to participate in the Plan. Limited participation for salary deferral purposes is permitted on the first day of any month following the date of hire for all participants. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

(b) Contributions

Each year, participants eligible to make 401(k) salary deferral contributions may contribute between 1% and 90% of their pretax compensation, as defined in the Plan. Participants may also contribute amounts representing eligible rollover distributions from other qualified defined benefit or defined contribution plans. Employees who have completed 1,000 hours of service during the plan year are eligible for employer contributions. The Company contributes 25% to 50% up to the first 4% of eligible compensation that a participant contributes to the Plan. For eligible employees, the Company also contributes an additional nonelective contribution, which is equal to a designated percentage of individual participant compensation based on years of service.

Upon enrollment in the Plan, a participant may direct employee and Company contributions in whole increments to any of the Plan's fund options. Participants may change their investment options and transfer funds between investment options daily.

(c) Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

(d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become fully vested in employer contributions at the earlier of three years, upon reaching age 65, becoming disabled, or dying.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(e) Forfeited Accounts

Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. The balance of forfeitures by participants of nonvested Company contributions was \$170,050 and \$170,403 at December 31, 2013 and 2012, respectively.

(f) Payment of Benefits

Upon termination of service, a participant may receive a lump-sum amount equal to the vested value of his or her account or elect to receive the vested value of his or her account in installments over a period of 5, 10, 15, or 20 years, distribution in the form of a life annuity, joint and 50% or 100% survivor annuity for the participant and spouse, or a life annuity with guaranteed payments.

(g) Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their total vested account balance. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. The loans are collateralized by the balances in the participant's account and bear interest at market rates.

(h) Plan Termination

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

(2) Summary of Accounting Policies

(a) Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by the Plan are reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of the Plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan invests in investment contracts through a common collective trust. Contract value for this common collective trust is based on the net asset value of the fund as reported by the investment advisor. The statements of net assets available for benefits present the fair value of the investment in the common collective trust as well as the adjustment of the investment in the collective trust from fair value to contract value relating to the investment contracts. The statement of changes in net assets available for benefits is prepared on a contract value basis.

(b) Investment Valuation and Income Recognition

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

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

(c) Notes Receivable from Participants

Participant loans are recorded at their unpaid principal balances plus any accrued interest. Participant loans are written off when deemed uncollectible.

(d) Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(e) Benefit Payments

Benefits are recorded when paid.

(f) Administrative Expenses

Various administrative costs are paid by the Company. Other expenses, such as audit fees, are paid by the Plan Administrator.

(3) Investments

Under the terms of a trust agreement between Fidelity Management Trust Company (the Trustee) and the Plan, the Trustee maintains a trust fund on behalf of the Plan. The participant accounts are credited with actual earnings on the underlying investments and charged for plan withdrawals. The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator has obtained certifications from the Trustee of the Plan that all of the information provided by them is complete and accurate. Information included in the accompanying financial statements and supplemental schedules as to investments, investment income, interest, and dividends, investment information included in this note, and all information in the Schedule H, Line 4i, except for notes receivable from participants, is presented in reliance solely upon those certifications.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following table presents investments as certified to be complete and accurate by the Trustee of the Plan. Individual investments representing 5% or more of the Plan's net assets available for benefits are separately identified (*). Common collective trusts are presented at contract value (**).

	December 31	
	2013	2012
Mutual funds		
Fidelity Freedom 2020 Fund	\$ 11,536,507 *	9,987,923 *
Fidelity Puritan Fund	7,450,415 *	6,627,911 *
Fidelity Freedom 2030 Fund	8,000,740 *	6,329,490 *
Fidelity Freedom 2025 Fund	5,905,004 *	4,392,682 *
Fidelity Blue Chip Growth Fund	5,609,461 *	4,192,845 *
Fidelity Freedom 2015 Fund	4,566,017 *	4,028,627 *
Fidelity Freedom 2040 Fund	4,315,935 *	3,350,213
Fidelity Freedom 2035 Fund	4,246,093 *	3,180,167
Other mutual funds	24,880,770	21,768,903
Common collective trust:		
Fidelity Managed Income Portfolio	5,062,065 * **	5,234,984 * **
Money market funds	2,577	2,023
	<u>\$ 81,575,584</u>	<u>69,095,768</u>

During the year ended December 31, 2013, the investment gain and net appreciation in the Plan's investments (including investments bought, sold, and held during the year) as certified by the Trustee of the Plan were as follows:

	2013
Interest and dividend income:	
Mutual funds	\$ 3,895,968
Common/collective trust	49,185
Notes receivable from participants	31,100
	<u>3,976,253</u>
Net appreciation in investments at fair value as determined by quoted market price for mutual funds	<u>8,938,893</u>
	<u>\$ 12,915,146</u>

(4) Fair Value Measurements

The Financial Accounting Standards Board established a framework for measuring fair value, and expands disclosures about fair value measurements. The fair value framework requires the categorization of assets

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

and liabilities into three levels based upon the assumptions (inputs) used to price the assets or liabilities. Level 1 provides the most reliable measure of fair value, whereas Level 3 generally requires significant judgment. The three levels are defined as follows:

- Level 1 – Assets or liabilities that are valued based on quoted prices in active markets that are accessible at measurement date.
- Level 2 – Assets and liabilities that are valued based upon inputs, other than those included in level 1; based on quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, or financial instruments for which all significant inputs are observable, either directly or indirectly.
- Level 3 – Assets or liabilities that are based on unobservable inputs, including the reporting entity's own analysis of the underlying economic data that market participants would factor into the pricing of the asset or liability.

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

Level 1 instruments consist of money market funds and mutual funds and their fair value is normally calculated as of the close of business of the New York Stock Exchange. Level 2 instruments include common collective trusts, which is priced daily based on a blended rate of the contracts' rate of return and the daily income earned. There are no Level 3 investments.

December 31, 2013				
	Level 1	Level 2	Level 3	Total
Assets:				
Mutual funds:				
Mid/large cap stock	\$ 22,455,716	—	—	22,455,716
Fixed income	3,109,441	—	—	3,109,441
Retirement year based	45,342,632	—	—	45,342,632
Small cap stock	3,568,097	—	—	3,568,097
International	2,035,056	—	—	2,035,056
Total mutual funds	76,510,942	—	—	76,510,942
Common collective trust	—	5,139,533	—	5,139,533
Money market funds	2,577	—	—	2,577
Total assets	\$ 76,513,519	5,139,533	—	81,653,052

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

December 31, 2012				
	Level 1	Level 2	Level 3	Total
Assets:				
Mutual funds:				
Mid/large cap stock	\$ 18,124,607	—	—	18,124,607
Fixed income	3,588,774	—	—	3,588,774
Retirement year based	37,568,487	—	—	37,568,487
Small cap stock	2,746,610	—	—	2,746,610
International	1,830,283	—	—	1,830,283
Total mutual funds	63,858,761	—	—	63,858,761
Common collective trust	—	5,389,209	—	5,389,209
Money market funds	2,023	—	—	2,023
Total assets	\$ 63,860,784	5,389,209	—	69,249,993

Common collective trusts represent investments in an actively managed common collective trust fund that invests primarily in investment contracts, a variety of fixed-income investments which may include corporate bonds, both U.S. and non-U.S. municipal securities, and wrapper contracts. Investments are valued at the fair value per share multiplied by the number of shares held as of the measurement date.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no transfers between levels of the fair value hierarchy during 2013.

(5) Income Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated March 20, 2009, that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, management believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

The Company is required to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the organization has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Company has concluded that as of December 31, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Company believes the Plan is no longer subject to income tax examinations for years prior to 2010.

(6) Risks and Uncertainties

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(7) Investment Contract with Insurance Company

The Fidelity Managed Income Portfolio (MIP) fund's purpose is to preserve principal while earning interest income. The MIP is a commingled pool and its investments may be comprised of conventional and synthetic investment contracts issued by insurance companies, banks and other financial institutions, short-term bonds and other fixed income securities, including U.S. Treasury bonds, mortgage-backed securities, commercial mortgage-backed securities, asset backed securities and derivative instruments such as futures, swaps and options. Third-party wrap contracts are purchased to permit the use of book value accounting to maintain a constant net asset value and to provide for payment of participant-directed withdrawals and exchanges at book value. Interest is credited under wrap contracts.

The fund has certain limitations on withdrawals and exchanges. Withdrawals made in order to accommodate distributions to participants or transfers to noncompeting investments may be made on any business day. Transferred amounts must be held in a noncompeting investment option for 90 days before subsequent transfers to a competing fund can occur. There are no unfunded commitments or other redemption notice requirements related to this investment.

As described in note 2(a), because the MIP is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Participants may ordinarily direct the withdrawal or transfer all or a portion of the investment at contract value.

The MIP is valued daily and it is the policy of the Trustee to use its best efforts to maintain a stable net asset value of \$1.00 per unit. The MIP uses independent pricing services to value its investments. The market value spot yield for Plan years ending December 31, 2013 and 2012 was 1.54% and 1.70%, respectively.

(8) Non-Exempt Transactions

In 2013, the Plan Administrator identified certain non-exempt transactions related to untimely deposits of employee contributions for eligible individuals in the Plan. The Plan has contributed \$1,113 to the Plan as reimbursement for the related interest in accordance with the Voluntary Fiduciary Correction Program (VFCP) in 2013.

(9) Reconciliation Between Financial Statements and Form 5500

The following is a reconciliation of net assets available for plan benefits to the Form 5500 as of December 31, 2013 and 2012:

	December 31	
	2013	2012
Net assets available for benefits per the financial statements	\$ 84,515,198	71,465,715
Adjustment to report collective trust fund at fair value	77,468	154,225
Net assets available for benefits per the Form 5500	<u>\$ 84,592,666</u>	<u>71,619,940</u>

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following is a reconciliation of increase in net assets for the year ended December 31, 2013 to net income per Form 5500:

Increase in net assets per financial statements	\$ 13,049,483
Adjustment to report collective trust fund at fair value	(76,757)
Transfer out of participant accounts	<u>33,424</u>
Net income per Form 5500	<u>\$ 13,006,150</u>

(10) Party-in-Interest Transactions

Certain plan assets are in investment funds managed by Fidelity Management Trust Company or its affiliates. Fidelity Management Trust Company is the trustee of the Plan and therefore these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

(11) Subsequent Events

All activity of the Plan has been evaluated through October 13, 2014, the date the financial statements were available to be issued. There were no reportable events.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Schedule H, Line 4a – Schedule of Delinquent Participant Contributions

EIN #34-1260978

Plan #001

December 31, 2013

Total that constitute nonexempt prohibited transactions

Check here if late participant loan repayments are included	Participant contributions transferred late to the Plan		Contributions not corrected	Contributions corrected outside VFCP	Contributions pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
	\$460,484	(a)	14,909	—	—	445,575
	\$1,358,697	(b)	—	—	—	1,385,697

- (a) Various 2013 participant contributions in the amount of \$460,484 were remitted late to the Plan. The Company remitted the late contributions as well as lost interest of \$211 to the Plan in 2013. A VFCP has been filed and accepted for \$445,575 of the late contributions. However, the Company has not reimbursed the Plan for \$10 in lost interest related to \$14,909 of the late contributions. The Company intends to file a VFCP and remit the interest in 2014.
- (b) Various 2012 participant contributions in the amount of \$1,385,697 were remitted late to the Plan. The Company remitted the late contributions to the Plan in 2012 and lost interest of \$902 was remitted in 2013. A VFCP has been filed and accepted.

See accompanying independent auditors' report.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
		Mutual funds:		
*	Fidelity	Fidelity Puritan Fund	350,938 shares	\$ 7,450,415
*	Fidelity	Fidelity Asset Manager 20%	3,578 shares	47,665
*	Fidelity	Fidelity Asset Manager 30%	5,896 shares	61,735
*	Fidelity	Fidelity Asset Manager 40%	713 shares	7,605
*	Fidelity	Fidelity Asset Manager 50%	3,938 shares	69,110
*	Fidelity	Fidelity Asset Manager 60%	14,918 shares	166,335
*	Fidelity	Fidelity Asset Manager 70%	1,707 shares	35,025
*	Fidelity	Fidelity Asset Manager 85%	6,739 shares	115,301
*	Fidelity	Fidelity Balanced Fund	9,036 shares	205,570
*	Fidelity	Fidelity Convertible Securities Fund	268 shares	8,353
*	Fidelity	Fidelity Freedom 2000 Fund	37,706 shares	468,682
*	Fidelity	Fidelity Freedom 2005 Fund	26,326 shares	311,963
*	Fidelity	Fidelity Freedom 2010 Fund	162,319 shares	2,485,101
*	Fidelity	Fidelity Freedom 2015 Fund	358,119 shares	4,566,017
*	Fidelity	Fidelity Freedom 2020 Fund	739,046 shares	11,536,507
*	Fidelity	Fidelity Freedom 2025 Fund	443,319 shares	5,905,004
*	Fidelity	Fidelity Freedom 2030 Fund	490,843 shares	8,000,740
*	Fidelity	Fidelity Freedom 2035 Fund	314,992 shares	4,246,093
*	Fidelity	Fidelity Freedom 2040 Fund	453,355 shares	4,315,935
*	Fidelity	Fidelity Freedom 2045 Fund	180,658 shares	1,981,819
*	Fidelity	Fidelity Freedom 2050 Fund	126,221 shares	1,392,216
*	Fidelity	Fidelity Freedom 2055 Fund	11,417 shares	132,555
*	Fidelity	Fidelity Freedom Income Fund	25,256 shares	296,510
*	Fidelity	Fidelity Global Balanced Fund	174 shares	4,301
	Baron	Baron Asset Fund	46,585 shares	2,891,968
	Templeton	Templeton Developing Markets A	4,734 shares	108,229
	INVS	INVS Growth & Income Fund	4,313 shares	116,531
*	Fidelity	Fidelity Blue Chip Growth Fund	88,519 shares	5,609,461
*	Fidelity	Fidelity Blue Chip Value Fund	4,953 shares	72,357
*	Fidelity	Fidelity Canada Fund	795 shares	46,344
*	Fidelity	Fidelity Capital Appreciation Fund	760 shares	27,507
*	Fidelity	Fidelity China Region	3,661 shares	123,584
*	Fidelity	Fidelity Contrafund	14,628 shares	1,406,356
*	Fidelity	Fidelity Disciplined Equity Fund	440 shares	14,218
*	Fidelity	Fidelity Diversified International Fund	26,642 shares	983,364
*	Fidelity	Fidelity Dividend Growth Fund	3,245 shares	114,830
*	Fidelity	Fidelity Emerging Asia	359 shares	10,987
*	Fidelity	Fidelity Emerging Markets Fund	2,663 shares	64,157
*	Fidelity	Fidelity EMEA	1,426 shares	13,107
*	Fidelity	Fidelity Equity Income Fund	1,617 shares	94,931
*	Fidelity	Fidelity Equity Dividend Income	992 shares	24,428
*	Fidelity	Fidelity Europe Fund	584 shares	22,730
*	Fidelity	Fidelity Europe Cap App	407 shares	9,579
*	Fidelity	Fidelity Exp & Multi Fund	3,618 shares	88,074
*	Fidelity	Fidelity Fifty	24 shares	669
*	Fidelity	Fidelity Focused Stock	1,923 shares	37,964
*	Fidelity	Fidelity Four In One Idx	1,060 shares	37,795
*	Fidelity	Fidelity Global Commodity stock	377 shares	5,331
*	Fidelity	Fidelity Growth & Income Fund	8,068 shares	224,769
*	Fidelity	Fidelity Growth Company Fund	2,296 shares	275,190
*	Fidelity	Fidelity Growth Discovery	1,021 shares	21,670
*	Fidelity	Fidelity Growth Strategies	310 shares	8,823
*	Fidelity	Fidelity Independence Fund	743 shares	26,925
*	Fidelity	Fidelity Inflat Prot Bond	3,003 shares	35,734
*	Fidelity	Fidelity International Cap Apprec	298 shares	4,989
*	Fidelity	Fidelity International Discovery	4,054 shares	164,168
*	Fidelity	Fidelity International ENH Index	365 shares	3,172
*	Fidelity	Fidelity International Growth	8,428 shares	94,727
*	Fidelity	Fidelity International Real Estate	2,840 shares	28,881
*	Fidelity	Fidelity International Small Cap	1,174 shares	31,449
*	Fidelity	Fidelity International Small Cap Opp	650 shares	9,067
*	Fidelity	Fidelity International Value	165 shares	1,493
*	Fidelity	Fidelity Japan Small Companies Fund	162 shares	2,175
*	Fidelity	Fidelity Large Cap Stock Fund	390 shares	10,614
*	Fidelity	Fidelity Large Cap Value ENH Indx	3,766 shares	38,295

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	Fidelity	Fidelity Large Cap Core ENH Index	\$ 423 shares	4,760
*	Fidelity	Fidelity Latin America	531 shares	16,591
*	Fidelity	Fidelity Leveraged Company Stock Fund	5,029 shares	217,435
*	Fidelity	Fidelity Low-Priced Stock Fund	13,042 shares	645,082
*	Fidelity	Fidelity Magellan	275 shares	25,425
*	Fidelity	Fidelity Mega Cap Stock Fund	479 shares	7,382
*	Fidelity	Fidelity Mid Cap ENH Indx	9 share	114
*	Fidelity	Fidelity Mid Cap Stock Fund	8,533 shares	337,145
*	Fidelity	Fidelity Mid Cap Value Fund	3,088 shares	69,800
*	Fidelity	Fidelity NASDAQ Comp Indx	135 shares	7,445
*	Fidelity	Fidelity New Millen	272 shares	10,741
*	Fidelity	Fidelity Nordic	109 shares	4,888
*	Fidelity	Fidelity Overseas Fund	1,224 shares	49,288
*	Fidelity	Fidelity OTC Portfolio	14,035 shares	1,086,185
*	Fidelity	Fidelity Pacific Basin Fund	95 shares	2,622
*	Fidelity	Fidelity Real Estate Inc	7,982 shares	88,439
*	Fidelity	Fidelity Real Estate Investment Fund	1,411 shares	45,047
*	Fidelity	Fidelity Select Air Transprt	6 shares	365
*	Fidelity	Fidelity Select Automotive	6 shares	365
*	Fidelity	Fidelity Select Banking	268 shares	7,018
*	Fidelity	Fidelity Select Biotechnology Portfolio	1,487 shares	270,233
*	Fidelity	Fidelity Select Brokerage Portfolio	24 shares	1,752
*	Fidelity	Fidelity Select Chemical Portfolio	127 shares	18,540
*	Fidelity	Fidelity Select Computers	32 shares	2,354
*	Fidelity	Fidelity Select Constr/House	217 shares	11,809
*	Fidelity	Fidelity Select Cons Discr	127 shares	4,215
*	Fidelity	Fidelity Select Cons Staples	295 shares	26,629
*	Fidelity	Fidelity Select Consumer Fin	84 shares	1,380
*	Fidelity	Fidelity Select Defense Portfolio	430 shares	52,568
*	Fidelity	Fidelity Select Electronics	9 shares	583
*	Fidelity	Fidelity Select Energy	453 shares	25,435
*	Fidelity	Fidelity Select Energy Service Portfolio	399 shares	33,820
*	Fidelity	Fidelity Select Financial	1,773 shares	144,987
*	Fidelity	Fidelity Select Gold Portfolio	1,633 shares	29,351
*	Fidelity	Fidelity Select Healthcare Portfolio	1,144 shares	215,563
*	Fidelity	Fidelity Select Industrials	109 shares	3,669
*	Fidelity	Fidelity Select Industrial Equip	296 shares	13,554
*	Fidelity	Fidelity Select Insurance Portfolio	14 shares	950
*	Fidelity	Fidelity Select IT Services	315 shares	11,782
*	Fidelity	Fidelity Select Leisure	137 shares	18,202
*	Fidelity	Fidelity Select Materials	101 shares	8,536
*	Fidelity	Fidelity Select Medical Delivery Portfolio	133 shares	9,697
*	Fidelity	Fidelity Select Medical Equipment & Systems Portfolio	3,840 shares	137,252
*	Fidelity	Fidelity Select Multimedia	64 shares	5,148
*	Fidelity	Fidelity Select Natural Gas Portfolio	45 shares	1,714
*	Fidelity	Fidelity Select Natural Res	281 shares	10,377
*	Fidelity	Fidelity Select Pharmaceuticals Portfolio	3,664 shares	70,391
*	Fidelity	Fidelity Select Retailing	406 shares	35,527
*	Fidelity	Fidelity Select Software	140 shares	16,611
*	Fidelity	Fidelity Select Technology	121 shares	14,846
*	Fidelity	Fidelity Select Transportation Portfolio	186 shares	13,736
*	Fidelity	Fidelity Select Utilities Grade	3 shares	180
*	Fidelity	Fidelity Select Wireless	2,118 shares	22,305
*	Fidelity	Fidelity Small Cap Discovery	4,994 shares	156,119
*	Fidelity	Fidelity Small Cap ENH Index	3,024 shares	38,409
*	Fidelity	Fidelity Small Cap Growth	6,204 shares	119,549
*	Fidelity	Fidelity Small Cap Stock Fund	10,018 shares	209,773
*	Fidelity	Fidelity Small Cap Value	5,672 shares	113,671
*	Fidelity	Fidelity Stock Selectors All Cap	362 shares	12,901
*	Fidelity	Fidelity Stock Selectors Small Cap	1,475 shares	38,608
*	Fidelity	Fidelity Stock Selectors Mid Cap	2,035 shares	61,979
*	Fidelity	Fidelity Stock Selectors Large Cap	5,848 shares	89,185
*	Fidelity	Fidelity Telecommunications & Utilities	220 shares	4,850
*	Fidelity	Fidelity Value Fund	1,160 shares	120,183
*	Fidelity	Fidelity Value Discovery	526 shares	11,450
*	Fidelity	Fidelity Value Strategies Fund	238 shares	9,760
*	Fidelity	Fidelity Worldwide Fund	1,621 shares	39,898
	Morgan Stanley	Morgan Stanley, Inc. Global Franchise	7,297 shares	149,145
	Neuberger & Berman	Neuberger & Berman Large Cap Val Tr	15,160 shares	343,529

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Spartan	Spartan 500 Index Adv	18,747 shares	\$ ** 1,227,721
	Spartan	Spartan Extended Market Index Adv	93 shares	** 4,958
	Spartan	Spartan International Index Adv	989 shares	** 40,204
	Spartan	Spartan Total Mkt Index Adv	313 shares	** 16,935
*	Fidelity	Fidelity Capital & Income Fund	26,201 shares	** 258,337
*	Fidelity	Fidelity Corporate Bond	571 shares	** 6,242
*	Fidelity	Fidelity Fidelity Fund	1,267 shares	** 54,053
*	Fidelity	Fidelity Float RT High Income	17,140 shares	** 170,718
*	Fidelity	Fidelity GNMA	30,096 shares	** 337,376
*	Fidelity	Fidelity Government Income Fund	36,696 shares	** 372,831
*	Fidelity	Fidelity High Income Fund	14,061 shares	** 131,748
*	Fidelity	Fidelity Intermediate Bond Fund	42,109 shares	** 456,038
*	Fidelity	Fidelity Investment Grade Bond	7,830 shares	** 60,132
*	Fidelity	Fidelity Mortgage Sec	58 shares	** 639
*	Fidelity	Fidelity New Market Income Fund	9,662 shares	** 150,636
*	Fidelity	Fidelity Strategic Income Fund	44,714 shares	** 485,149
*	Fidelity	Fidelity Strategic Div & Inc	20,175 shares	** 283,259
*	Fidelity	Fidelity Strategic Real Ret	1,021 shares	** 9,349
*	Fidelity	Fidelity Total Bond	10,355 shares	** 108,102
	Spartan	Spartan U.S. Bond Index Adv	13,381 shares	** 152,010
*	Fidelity	Fidelity Ultrashort bond	258 shares	** 2,130
	Spartan	Spartan EM Mkts Index Adv	34 shares	** 321
	Spartan	Spartan GLB XUS Index Adv	21 shares	** 265
	Spartan	Spartan LT TR Index Adv	4,264 shares	** 46,776
	Spartan	Spartan INT TR Index Adv	3,691 shares	** 38,972
		Total mutual funds		76,510,942
*	Fidelity	Common collective trust: Fidelity Managed Income Portfolio	5,062,064 shares	** 5,139,533
		Money market funds:		
*	Fidelity	Fidelity Retirement Government Money Market	1,849 shares	** 1,849
*	Fidelity	Fidelity Retirement Money Market Fund	729 shares	** 728
		Total money market funds		2,577
*	Notes receivable from participants	Notes receivable from participants with interest rates ranging from 4.25% to 8.75% with maturity through 2023	+	926,521
		Total		\$ <u>82,579,573</u>

* Indicates party-in-interest to the Plan.

** Historical cost information is not required on schedule H, line 4i – schedule of assets (held at end of year) for participant-directed investments.

+ Cost of notes receivable from participants is \$0 as indicated in the instructions to Form 5500.

Note: This schedule is based on information that has been certified as complete and accurate by Fidelity Management Trust Company, the Plan's Trustee.

See accompanying independent auditors' report.



ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2013 and 2012

(With Independent Auditors' Report Thereon)

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

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All other schedules required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because there is no information to report.



KPMG LLP
One Cleveland Center
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1375 East Ninth Street
Cleveland, OH 44114-1796

Independent Auditors' Report

The Board of Directors
St. John Medical Center Retirement Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of St. John Medical Center Retirement Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in notes 3 and 4, which was certified by Fidelity Management Trust Company, the trustee, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the year ended December 31, 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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



Other Matter – Supplemental Schedules

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2013 and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2013, are required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with Department of Labor’s Rules and Regulations

The form and content of the information included in the 2013 financial statements and supplemental schedules, 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 ERISA.

KPMG LLP

Cleveland, Ohio
October 13, 2014

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets:		
Investments:		
Mutual funds	\$ 76,510,942	63,858,761
Common collective trust	5,139,533	5,389,209
Money market funds	<u>2,577</u>	<u>2,023</u>
Total investments	<u>81,653,052</u>	<u>69,249,993</u>
Receivables:		
Employer contributions	45,791	19,209
Nonelective employer contributions	1,778,394	1,768,098
Participant contributions	188,908	71,659
Notes receivable from participants	<u>926,521</u>	<u>666,135</u>
Total receivables	<u>2,939,614</u>	<u>2,525,101</u>
Liabilities:		
Other	<u>—</u>	<u>155,154</u>
Net assets available for benefits before adjustment	84,592,666	71,619,940
Adjustment from fair value to contract value for interest in common collective trust relating to fully benefit-responsive investment contracts	<u>(77,468)</u>	<u>(154,225)</u>
Net assets available for benefits	<u>\$ 84,515,198</u>	<u>71,465,715</u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2013

Investment income:	
Interest and dividends	\$ 3,976,253
Net appreciation in fair value of investments	8,938,893
Total investment income	<u>12,915,146</u>
Contributions:	
Employer match	766,996
Nonelective employer	1,778,394
Participants	3,207,167
Rollovers	495,973
Total contributions	<u>6,248,530</u>
Total additions	<u>19,163,676</u>
Deductions from net assets attributed to:	
Benefit payments	6,036,611
Administrative expenses	44,158
Transfer out to other plan	33,424
Total deductions	<u>6,114,193</u>
Net increase in net assets available for benefits	13,049,483
Net assets available for benefits at beginning of year	<u>71,465,715</u>
Net assets available for benefits at end of year	<u><u>\$ 84,515,198</u></u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(1) Description of the Plan

The following description of the St. John Medical Center Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering employees of St. John Medical Center and related entities (collectively the Company or Plan Administrator) who have been hired as of the first day of a plan year and attained age 21 or will attain age 21 during that plan year. Employees who have been hired after the first day of the plan year are eligible to participate as of the first day of the following plan year if they have attained age 21 or will attain age 21 during that plan year. Leased employees are not eligible to participate in the Plan. Limited participation for salary deferral purposes is permitted on the first day of any month following the date of hire for all participants. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

(b) Contributions

Each year, participants eligible to make 401(k) salary deferral contributions may contribute between 1% and 90% of their pretax compensation, as defined in the Plan. Participants may also contribute amounts representing eligible rollover distributions from other qualified defined benefit or defined contribution plans. Employees who have completed 1,000 hours of service during the plan year are eligible for employer contributions. The Company contributes 25% to 50% up to the first 4% of eligible compensation that a participant contributes to the Plan. For eligible employees, the Company also contributes an additional nonelective contribution, which is equal to a designated percentage of individual participant compensation based on years of service.

Upon enrollment in the Plan, a participant may direct employee and Company contributions in whole increments to any of the Plan's fund options. Participants may change their investment options and transfer funds between investment options daily.

(c) Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

(d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become fully vested in employer contributions at the earlier of three years, upon reaching age 65, becoming disabled, or dying.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(e) Forfeited Accounts

Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. The balance of forfeitures by participants of nonvested Company contributions was \$170,050 and \$170,403 at December 31, 2013 and 2012, respectively.

(f) Payment of Benefits

Upon termination of service, a participant may receive a lump-sum amount equal to the vested value of his or her account or elect to receive the vested value of his or her account in installments over a period of 5, 10, 15, or 20 years, distribution in the form of a life annuity, joint and 50% or 100% survivor annuity for the participant and spouse, or a life annuity with guaranteed payments.

(g) Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their total vested account balance. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. The loans are collateralized by the balances in the participant's account and bear interest at market rates.

(h) Plan Termination

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

(2) Summary of Accounting Policies

(a) Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by the Plan are reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of the Plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan invests in investment contracts through a common collective trust. Contract value for this common collective trust is based on the net asset value of the fund as reported by the investment advisor. The statements of net assets available for benefits present the fair value of the investment in the common collective trust as well as the adjustment of the investment in the collective trust from fair value to contract value relating to the investment contracts. The statement of changes in net assets available for benefits is prepared on a contract value basis.

(b) Investment Valuation and Income Recognition

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

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

(c) Notes Receivable from Participants

Participant loans are recorded at their unpaid principal balances plus any accrued interest. Participant loans are written off when deemed uncollectible.

(d) Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(e) Benefit Payments

Benefits are recorded when paid.

(f) Administrative Expenses

Various administrative costs are paid by the Company. Other expenses, such as audit fees, are paid by the Plan Administrator.

(3) Investments

Under the terms of a trust agreement between Fidelity Management Trust Company (the Trustee) and the Plan, the Trustee maintains a trust fund on behalf of the Plan. The participant accounts are credited with actual earnings on the underlying investments and charged for plan withdrawals. The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator has obtained certifications from the Trustee of the Plan that all of the information provided by them is complete and accurate. Information included in the accompanying financial statements and supplemental schedules as to investments, investment income, interest, and dividends, investment information included in this note, and all information in the Schedule H, Line 4i, except for notes receivable from participants, is presented in reliance solely upon those certifications.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following table presents investments as certified to be complete and accurate by the Trustee of the Plan. Individual investments representing 5% or more of the Plan's net assets available for benefits are separately identified (*). Common collective trusts are presented at contract value (**).

	December 31	
	2013	2012
Mutual funds		
Fidelity Freedom 2020 Fund	\$ 11,536,507 *	9,987,923 *
Fidelity Puritan Fund	7,450,415 *	6,627,911 *
Fidelity Freedom 2030 Fund	8,000,740 *	6,329,490 *
Fidelity Freedom 2025 Fund	5,905,004 *	4,392,682 *
Fidelity Blue Chip Growth Fund	5,609,461 *	4,192,845 *
Fidelity Freedom 2015 Fund	4,566,017 *	4,028,627 *
Fidelity Freedom 2040 Fund	4,315,935 *	3,350,213
Fidelity Freedom 2035 Fund	4,246,093 *	3,180,167
Other mutual funds	24,880,770	21,768,903
Common collective trust:		
Fidelity Managed Income Portfolio	5,062,065 * **	5,234,984 * **
Money market funds	2,577	2,023
	<u>\$ 81,575,584</u>	<u>69,095,768</u>

During the year ended December 31, 2013, the investment gain and net appreciation in the Plan's investments (including investments bought, sold, and held during the year) as certified by the Trustee of the Plan were as follows:

	2013
Interest and dividend income:	
Mutual funds	\$ 3,895,968
Common/collective trust	49,185
Notes receivable from participants	31,100
	<u>3,976,253</u>
Net appreciation in investments at fair value as determined by quoted market price for mutual funds	<u>8,938,893</u>
	<u>\$ 12,915,146</u>

(4) Fair Value Measurements

The Financial Accounting Standards Board established a framework for measuring fair value, and expands disclosures about fair value measurements. The fair value framework requires the categorization of assets

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

and liabilities into three levels based upon the assumptions (inputs) used to price the assets or liabilities. Level 1 provides the most reliable measure of fair value, whereas Level 3 generally requires significant judgment. The three levels are defined as follows:

- Level 1 – Assets or liabilities that are valued based on quoted prices in active markets that are accessible at measurement date.
- Level 2 – Assets and liabilities that are valued based upon inputs, other than those included in level 1; based on quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, or financial instruments for which all significant inputs are observable, either directly or indirectly.
- Level 3 – Assets or liabilities that are based on unobservable inputs, including the reporting entity's own analysis of the underlying economic data that market participants would factor into the pricing of the asset or liability.

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

Level 1 instruments consist of money market funds and mutual funds and their fair value is normally calculated as of the close of business of the New York Stock Exchange. Level 2 instruments include common collective trusts, which is priced daily based on a blended rate of the contracts' rate of return and the daily income earned. There are no Level 3 investments.

December 31, 2013				
	Level 1	Level 2	Level 3	Total
Assets:				
Mutual funds:				
Mid/large cap stock	\$ 22,455,716	—	—	22,455,716
Fixed income	3,109,441	—	—	3,109,441
Retirement year based	45,342,632	—	—	45,342,632
Small cap stock	3,568,097	—	—	3,568,097
International	2,035,056	—	—	2,035,056
Total mutual funds	76,510,942	—	—	76,510,942
Common collective trust	—	5,139,533	—	5,139,533
Money market funds	2,577	—	—	2,577
Total assets	\$ 76,513,519	5,139,533	—	81,653,052

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

		December 31, 2012			
		Level 1	Level 2	Level 3	Total
Assets:					
Mutual funds:					
Mid/large cap stock	\$	18,124,607	—	—	18,124,607
Fixed income		3,588,774	—	—	3,588,774
Retirement year based		37,568,487	—	—	37,568,487
Small cap stock		2,746,610	—	—	2,746,610
International		1,830,283	—	—	1,830,283
Total mutual funds		63,858,761	—	—	63,858,761
Common collective trust		—	5,389,209	—	5,389,209
Money market funds		2,023	—	—	2,023
Total assets	\$	63,860,784	5,389,209	—	69,249,993

Common collective trusts represent investments in an actively managed common collective trust fund that invests primarily in investment contracts, a variety of fixed-income investments which may include corporate bonds, both U.S. and non-U.S. municipal securities, and wrapper contracts. Investments are valued at the fair value per share multiplied by the number of shares held as of the measurement date.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no transfers between levels of the fair value hierarchy during 2013.

(5) Income Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated March 20, 2009, that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, management believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

The Company is required to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the organization has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Company has concluded that as of December 31, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Company believes the Plan is no longer subject to income tax examinations for years prior to 2010.

(6) Risks and Uncertainties

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(7) Investment Contract with Insurance Company

The Fidelity Managed Income Portfolio (MIP) fund's purpose is to preserve principal while earning interest income. The MIP is a commingled pool and its investments may be comprised of conventional and synthetic investment contracts issued by insurance companies, banks and other financial institutions, short-term bonds and other fixed income securities, including U.S. Treasury bonds, mortgage-backed securities, commercial mortgage-backed securities, asset backed securities and derivative instruments such as futures, swaps and options. Third-party wrap contracts are purchased to permit the use of book value accounting to maintain a constant net asset value and to provide for payment of participant-directed withdrawals and exchanges at book value. Interest is credited under wrap contracts.

The fund has certain limitations on withdrawals and exchanges. Withdrawals made in order to accommodate distributions to participants or transfers to noncompeting investments may be made on any business day. Transferred amounts must be held in a noncompeting investment option for 90 days before subsequent transfers to a competing fund can occur. There are no unfunded commitments or other redemption notice requirements related to this investment.

As described in note 2(a), because the MIP is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Participants may ordinarily direct the withdrawal or transfer all or a portion of the investment at contract value.

The MIP is valued daily and it is the policy of the Trustee to use its best efforts to maintain a stable net asset value of \$1.00 per unit. The MIP uses independent pricing services to value its investments. The market value spot yield for Plan years ending December 31, 2013 and 2012 was 1.54% and 1.70%, respectively.

(8) Non-Exempt Transactions

In 2013, the Plan Administrator identified certain non-exempt transactions related to untimely deposits of employee contributions for eligible individuals in the Plan. The Plan has contributed \$1,113 to the Plan as reimbursement for the related interest in accordance with the Voluntary Fiduciary Correction Program (VFCP) in 2013.

(9) Reconciliation Between Financial Statements and Form 5500

The following is a reconciliation of net assets available for plan benefits to the Form 5500 as of December 31, 2013 and 2012:

	December 31	
	2013	2012
Net assets available for benefits per the financial statements	\$ 84,515,198	71,465,715
Adjustment to report collective trust fund at fair value	77,468	154,225
Net assets available for benefits per the Form 5500	<u>\$ 84,592,666</u>	<u>71,619,940</u>

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following is a reconciliation of increase in net assets for the year ended December 31, 2013 to net income per Form 5500:

Increase in net assets per financial statements	\$ 13,049,483
Adjustment to report collective trust fund at fair value	(76,757)
Transfer out of participant accounts	<u>33,424</u>
Net income per Form 5500	<u><u>\$ 13,006,150</u></u>

(10) Party-in-Interest Transactions

Certain plan assets are in investment funds managed by Fidelity Management Trust Company or its affiliates. Fidelity Management Trust Company is the trustee of the Plan and therefore these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

(11) Subsequent Events

All activity of the Plan has been evaluated through October 13, 2014, the date the financial statements were available to be issued. There were no reportable events.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Schedule H, Line 4a – Schedule of Delinquent Participant Contributions

EIN #34-1260978

Plan #001

December 31, 2013

Total that constitute nonexempt prohibited transactions

Check here if late participant loan repayments are included	Participant contributions transferred late to the Plan		Contributions not corrected	Contributions corrected outside VFCP	Contributions pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
	\$460,484	(a)	14,909	—	—	445,575
	\$1,358,697	(b)	—	—	—	1,385,697

- (a) Various 2013 participant contributions in the amount of \$460,484 were remitted late to the Plan. The Company remitted the late contributions as well as lost interest of \$211 to the Plan in 2013. A VFCP has been filed and accepted for \$445,575 of the late contributions. However, the Company has not reimbursed the Plan for \$10 in lost interest related to \$14,909 of the late contributions. The Company intends to file a VFCP and remit the interest in 2014.
- (b) Various 2012 participant contributions in the amount of \$1,385,697 were remitted late to the Plan. The Company remitted the late contributions to the Plan in 2012 and lost interest of \$902 was remitted in 2013. A VFCP has been filed and accepted.

See accompanying independent auditors' report.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
		Mutual funds:		
*	Fidelity	Fidelity Puritan Fund	350,938 shares	\$ 7,450,415
*	Fidelity	Fidelity Asset Manager 20%	3,578 shares	47,665
*	Fidelity	Fidelity Asset Manager 30%	5,896 shares	61,735
*	Fidelity	Fidelity Asset Manager 40%	713 shares	7,605
*	Fidelity	Fidelity Asset Manager 50%	3,938 shares	69,110
*	Fidelity	Fidelity Asset Manager 60%	14,918 shares	166,335
*	Fidelity	Fidelity Asset Manager 70%	1,707 shares	35,025
*	Fidelity	Fidelity Asset Manager 85%	6,739 shares	115,301
*	Fidelity	Fidelity Balanced Fund	9,036 shares	205,570
*	Fidelity	Fidelity Convertible Securities Fund	268 shares	8,353
*	Fidelity	Fidelity Freedom 2000 Fund	37,706 shares	468,682
*	Fidelity	Fidelity Freedom 2005 Fund	26,326 shares	311,963
*	Fidelity	Fidelity Freedom 2010 Fund	162,319 shares	2,485,101
*	Fidelity	Fidelity Freedom 2015 Fund	358,119 shares	4,566,017
*	Fidelity	Fidelity Freedom 2020 Fund	739,046 shares	11,536,507
*	Fidelity	Fidelity Freedom 2025 Fund	443,319 shares	5,905,004
*	Fidelity	Fidelity Freedom 2030 Fund	490,843 shares	8,000,740
*	Fidelity	Fidelity Freedom 2035 Fund	314,992 shares	4,246,093
*	Fidelity	Fidelity Freedom 2040 Fund	453,355 shares	4,315,935
*	Fidelity	Fidelity Freedom 2045 Fund	180,658 shares	1,981,819
*	Fidelity	Fidelity Freedom 2050 Fund	126,221 shares	1,392,216
*	Fidelity	Fidelity Freedom 2055 Fund	11,417 shares	132,555
*	Fidelity	Fidelity Freedom Income Fund	25,256 shares	296,510
*	Fidelity	Fidelity Global Balanced Fund	174 shares	4,301
	Baron	Baron Asset Fund	46,585 shares	2,891,968
	Templeton	Templeton Developing Markets A	4,734 shares	108,229
	INVS	INVS Growth & Income Fund	4,313 shares	116,531
*	Fidelity	Fidelity Blue Chip Growth Fund	88,519 shares	5,609,461
*	Fidelity	Fidelity Blue Chip Value Fund	4,953 shares	72,357
*	Fidelity	Fidelity Canada Fund	795 shares	46,344
*	Fidelity	Fidelity Capital Appreciation Fund	760 shares	27,507
*	Fidelity	Fidelity China Region	3,661 shares	123,584
*	Fidelity	Fidelity Contrafund	14,628 shares	1,406,356
*	Fidelity	Fidelity Disciplined Equity Fund	440 shares	14,218
*	Fidelity	Fidelity Diversified International Fund	26,642 shares	983,364
*	Fidelity	Fidelity Dividend Growth Fund	3,245 shares	114,830
*	Fidelity	Fidelity Emerging Asia	359 shares	10,987
*	Fidelity	Fidelity Emerging Markets Fund	2,663 shares	64,157
*	Fidelity	Fidelity EMEA	1,426 shares	13,107
*	Fidelity	Fidelity Equity Income Fund	1,617 shares	94,931
*	Fidelity	Fidelity Equity Dividend Income	992 shares	24,428
*	Fidelity	Fidelity Europe Fund	584 shares	22,730
*	Fidelity	Fidelity Europe Cap App	407 shares	9,579
*	Fidelity	Fidelity Exp & Multi Fund	3,618 shares	88,074
*	Fidelity	Fidelity Fifty	24 shares	669
*	Fidelity	Fidelity Focused Stock	1,923 shares	37,964
*	Fidelity	Fidelity Four In One Idx	1,060 shares	37,795
*	Fidelity	Fidelity Global Commodity stock	377 shares	5,331
*	Fidelity	Fidelity Growth & Income Fund	8,068 shares	224,769
*	Fidelity	Fidelity Growth Company Fund	2,296 shares	275,190
*	Fidelity	Fidelity Growth Discovery	1,021 shares	21,670
*	Fidelity	Fidelity Growth Strategies	310 shares	8,823
*	Fidelity	Fidelity Independence Fund	743 shares	26,925
*	Fidelity	Fidelity Inflat Prot Bond	3,003 shares	35,734
*	Fidelity	Fidelity International Cap Apprec	298 shares	4,989
*	Fidelity	Fidelity International Discovery	4,054 shares	164,168
*	Fidelity	Fidelity International ENH Index	365 shares	3,172
*	Fidelity	Fidelity International Growth	8,428 shares	94,727
*	Fidelity	Fidelity International Real Estate	2,840 shares	28,881
*	Fidelity	Fidelity International Small Cap	1,174 shares	31,449
*	Fidelity	Fidelity International Small Cap Opp	650 shares	9,067
*	Fidelity	Fidelity International Value	165 shares	1,493
*	Fidelity	Fidelity Japan Small Companies Fund	162 shares	2,175
*	Fidelity	Fidelity Large Cap Stock Fund	390 shares	10,614
*	Fidelity	Fidelity Large Cap Value ENH Indx	3,766 shares	38,295

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	Fidelity	Fidelity Large Cap Core ENH Index	\$ 423 shares	4,760
*	Fidelity	Fidelity Latin America	531 shares	16,591
*	Fidelity	Fidelity Leveraged Company Stock Fund	5,029 shares	217,435
*	Fidelity	Fidelity Low-Priced Stock Fund	13,042 shares	645,082
*	Fidelity	Fidelity Magellan	275 shares	25,425
*	Fidelity	Fidelity Mega Cap Stock Fund	479 shares	7,382
*	Fidelity	Fidelity Mid Cap ENH Indx	9 share	114
*	Fidelity	Fidelity Mid Cap Stock Fund	8,533 shares	337,145
*	Fidelity	Fidelity Mid Cap Value Fund	3,088 shares	69,800
*	Fidelity	Fidelity NASDAQ Comp Indx	135 shares	7,445
*	Fidelity	Fidelity New Millen	272 shares	10,741
*	Fidelity	Fidelity Nordic	109 shares	4,888
*	Fidelity	Fidelity Overseas Fund	1,224 shares	49,288
*	Fidelity	Fidelity OTC Portfolio	14,035 shares	1,086,185
*	Fidelity	Fidelity Pacific Basin Fund	95 shares	2,622
*	Fidelity	Fidelity Real Estate Inc	7,982 shares	88,439
*	Fidelity	Fidelity Real Estate Investment Fund	1,411 shares	45,047
*	Fidelity	Fidelity Select Air Transprt	6 shares	365
*	Fidelity	Fidelity Select Automotive	6 shares	365
*	Fidelity	Fidelity Select Banking	268 shares	7,018
*	Fidelity	Fidelity Select Biotechnology Portfolio	1,487 shares	270,233
*	Fidelity	Fidelity Select Brokerage Portfolio	24 shares	1,752
*	Fidelity	Fidelity Select Chemical Portfolio	127 shares	18,540
*	Fidelity	Fidelity Select Computers	32 shares	2,354
*	Fidelity	Fidelity Select Constr/House	217 shares	11,809
*	Fidelity	Fidelity Select Cons Discr	127 shares	4,215
*	Fidelity	Fidelity Select Cons Staples	295 shares	26,629
*	Fidelity	Fidelity Select Consumer Fin	84 shares	1,380
*	Fidelity	Fidelity Select Defense Portfolio	430 shares	52,568
*	Fidelity	Fidelity Select Electronics	9 shares	583
*	Fidelity	Fidelity Select Energy	453 shares	25,435
*	Fidelity	Fidelity Select Energy Service Portfolio	399 shares	33,820
*	Fidelity	Fidelity Select Financial	1,773 shares	144,987
*	Fidelity	Fidelity Select Gold Portfolio	1,633 shares	29,351
*	Fidelity	Fidelity Select Healthcare Portfolio	1,144 shares	215,563
*	Fidelity	Fidelity Select Industrials	109 shares	3,669
*	Fidelity	Fidelity Select Industrial Equip	296 shares	13,554
*	Fidelity	Fidelity Select Insurance Portfolio	14 shares	950
*	Fidelity	Fidelity Select IT Services	315 shares	11,782
*	Fidelity	Fidelity Select Leisure	137 shares	18,202
*	Fidelity	Fidelity Select Materials	101 shares	8,536
*	Fidelity	Fidelity Select Medical Delivery Portfolio	133 shares	9,697
*	Fidelity	Fidelity Select Medical Equipment & Systems Portfolio	3,840 shares	137,252
*	Fidelity	Fidelity Select Multimedia	64 shares	5,148
*	Fidelity	Fidelity Select Natural Gas Portfolio	45 shares	1,714
*	Fidelity	Fidelity Select Natural Res	281 shares	10,377
*	Fidelity	Fidelity Select Pharmaceuticals Portfolio	3,664 shares	70,391
*	Fidelity	Fidelity Select Retailing	406 shares	35,527
*	Fidelity	Fidelity Select Software	140 shares	16,611
*	Fidelity	Fidelity Select Technology	121 shares	14,846
*	Fidelity	Fidelity Select Transportation Portfolio	186 shares	13,736
*	Fidelity	Fidelity Select Utilities Grade	3 shares	180
*	Fidelity	Fidelity Select Wireless	2,118 shares	22,305
*	Fidelity	Fidelity Small Cap Discovery	4,994 shares	156,119
*	Fidelity	Fidelity Small Cap ENH Index	3,024 shares	38,409
*	Fidelity	Fidelity Small Cap Growth	6,204 shares	119,549
*	Fidelity	Fidelity Small Cap Stock Fund	10,018 shares	209,773
*	Fidelity	Fidelity Small Cap Value	5,672 shares	113,671
*	Fidelity	Fidelity Stock Selectors All Cap	362 shares	12,901
*	Fidelity	Fidelity Stock Selectors Small Cap	1,475 shares	38,608
*	Fidelity	Fidelity Stock Selectors Mid Cap	2,035 shares	61,979
*	Fidelity	Fidelity Stock Selectors Large Cap	5,848 shares	89,185
*	Fidelity	Fidelity Telecommunications & Utilities	220 shares	4,850
*	Fidelity	Fidelity Value Fund	1,160 shares	120,183
*	Fidelity	Fidelity Value Discovery	526 shares	11,450
*	Fidelity	Fidelity Value Strategies Fund	238 shares	9,760
*	Fidelity	Fidelity Worldwide Fund	1,621 shares	39,898
	Morgan Stanley	Morgan Stanley, Inc. Global Franchise	7,297 shares	149,145
	Neuberger & Berman	Neuberger & Berman Large Cap Val Tr	15,160 shares	343,529

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Spartan	Spartan 500 Index Adv	18,747 shares	\$ ** 1,227,721
	Spartan	Spartan Extended Market Index Adv	93 shares	** 4,958
	Spartan	Spartan International Index Adv	989 shares	** 40,204
	Spartan	Spartan Total Mkt Index Adv	313 shares	** 16,935
*	Fidelity	Fidelity Capital & Income Fund	26,201 shares	** 258,337
*	Fidelity	Fidelity Corporate Bond	571 shares	** 6,242
*	Fidelity	Fidelity Fidelity Fund	1,267 shares	** 54,053
*	Fidelity	Fidelity Float RT High Income	17,140 shares	** 170,718
*	Fidelity	Fidelity GNMA	30,096 shares	** 337,376
*	Fidelity	Fidelity Government Income Fund	36,696 shares	** 372,831
*	Fidelity	Fidelity High Income Fund	14,061 shares	** 131,748
*	Fidelity	Fidelity Intermediate Bond Fund	42,109 shares	** 456,038
*	Fidelity	Fidelity Investment Grade Bond	7,830 shares	** 60,132
*	Fidelity	Fidelity Mortgage Sec	58 shares	** 639
*	Fidelity	Fidelity New Market Income Fund	9,662 shares	** 150,636
*	Fidelity	Fidelity Strategic Income Fund	44,714 shares	** 485,149
*	Fidelity	Fidelity Strategic Div & Inc	20,175 shares	** 283,259
*	Fidelity	Fidelity Strategic Real Ret	1,021 shares	** 9,349
*	Fidelity	Fidelity Total Bond	10,355 shares	** 108,102
	Spartan	Spartan U.S. Bond Index Adv	13,381 shares	** 152,010
*	Fidelity	Fidelity Ultrashort bond	258 shares	** 2,130
	Spartan	Spartan EM Mkts Index Adv	34 shares	** 321
	Spartan	Spartan GLB XUS Index Adv	21 shares	** 265
	Spartan	Spartan LT TR Index Adv	4,264 shares	** 46,776
	Spartan	Spartan INT TR Index Adv	3,691 shares	** 38,972
		Total mutual funds		76,510,942
*	Fidelity	Common collective trust: Fidelity Managed Income Portfolio	5,062,064 shares	** 5,139,533
		Money market funds:		
*	Fidelity	Fidelity Retirement Government Money Market	1,849 shares	** 1,849
*	Fidelity	Fidelity Retirement Money Market Fund	729 shares	** 728
		Total money market funds		2,577
*	Notes receivable from participants	Notes receivable from participants with interest rates ranging from 4.25% to 8.75% with maturity through 2023	+	926,521
		Total		\$ <u>82,579,573</u>

* Indicates party-in-interest to the Plan.

** Historical cost information is not required on schedule H, line 4i – schedule of assets (held at end of year) for participant-directed investments.

+ Cost of notes receivable from participants is \$0 as indicated in the instructions to Form 5500.

Note: This schedule is based on information that has been certified as complete and accurate by Fidelity Management Trust Company, the Plan's Trustee.

See accompanying independent auditors' report.



ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2013 and 2012

(With Independent Auditors' Report Thereon)

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

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All other schedules required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because there is no information to report.



KPMG LLP
One Cleveland Center
Suite 2600
1375 East Ninth Street
Cleveland, OH 44114-1796

Independent Auditors' Report

The Board of Directors
St. John Medical Center Retirement Savings Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of St. John Medical Center Retirement Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in notes 3 and 4, which was certified by Fidelity Management Trust Company, the trustee, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013 and 2012, and for the year ended December 31, 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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



Other Matter – Supplemental Schedules

The supplemental schedules, Schedule H, Line 4a – Schedule of Delinquent Participant Contributions for the year ended December 31, 2013 and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2013, are required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with Department of Labor’s Rules and Regulations

The form and content of the information included in the 2013 financial statements and supplemental schedules, 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 ERISA.

KPMG LLP

Cleveland, Ohio
October 13, 2014

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets:		
Investments:		
Mutual funds	\$ 76,510,942	63,858,761
Common collective trust	5,139,533	5,389,209
Money market funds	<u>2,577</u>	<u>2,023</u>
Total investments	<u>81,653,052</u>	<u>69,249,993</u>
Receivables:		
Employer contributions	45,791	19,209
Nonelective employer contributions	1,778,394	1,768,098
Participant contributions	188,908	71,659
Notes receivable from participants	<u>926,521</u>	<u>666,135</u>
Total receivables	2,939,614	2,525,101
Liabilities:		
Other	<u>—</u>	<u>155,154</u>
Net assets available for benefits before adjustment	84,592,666	71,619,940
Adjustment from fair value to contract value for interest in common collective trust relating to fully benefit-responsive investment contracts	<u>(77,468)</u>	<u>(154,225)</u>
Net assets available for benefits	<u>\$ 84,515,198</u>	<u>71,465,715</u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2013

Investment income:	
Interest and dividends	\$ 3,976,253
Net appreciation in fair value of investments	8,938,893
Total investment income	<u>12,915,146</u>
Contributions:	
Employer match	766,996
Nonelective employer	1,778,394
Participants	3,207,167
Rollovers	495,973
Total contributions	<u>6,248,530</u>
Total additions	<u>19,163,676</u>
Deductions from net assets attributed to:	
Benefit payments	6,036,611
Administrative expenses	44,158
Transfer out to other plan	33,424
Total deductions	<u>6,114,193</u>
Net increase in net assets available for benefits	13,049,483
Net assets available for benefits at beginning of year	<u>71,465,715</u>
Net assets available for benefits at end of year	<u><u>\$ 84,515,198</u></u>

See accompanying notes to financial statements.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(1) Description of the Plan

The following description of the St. John Medical Center Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering employees of St. John Medical Center and related entities (collectively the Company or Plan Administrator) who have been hired as of the first day of a plan year and attained age 21 or will attain age 21 during that plan year. Employees who have been hired after the first day of the plan year are eligible to participate as of the first day of the following plan year if they have attained age 21 or will attain age 21 during that plan year. Leased employees are not eligible to participate in the Plan. Limited participation for salary deferral purposes is permitted on the first day of any month following the date of hire for all participants. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

(b) Contributions

Each year, participants eligible to make 401(k) salary deferral contributions may contribute between 1% and 90% of their pretax compensation, as defined in the Plan. Participants may also contribute amounts representing eligible rollover distributions from other qualified defined benefit or defined contribution plans. Employees who have completed 1,000 hours of service during the plan year are eligible for employer contributions. The Company contributes 25% to 50% up to the first 4% of eligible compensation that a participant contributes to the Plan. For eligible employees, the Company also contributes an additional nonelective contribution, which is equal to a designated percentage of individual participant compensation based on years of service.

Upon enrollment in the Plan, a participant may direct employee and Company contributions in whole increments to any of the Plan's fund options. Participants may change their investment options and transfer funds between investment options daily.

(c) Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

(d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become fully vested in employer contributions at the earlier of three years, upon reaching age 65, becoming disabled, or dying.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(e) Forfeited Accounts

Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. The balance of forfeitures by participants of nonvested Company contributions was \$170,050 and \$170,403 at December 31, 2013 and 2012, respectively.

(f) Payment of Benefits

Upon termination of service, a participant may receive a lump-sum amount equal to the vested value of his or her account or elect to receive the vested value of his or her account in installments over a period of 5, 10, 15, or 20 years, distribution in the form of a life annuity, joint and 50% or 100% survivor annuity for the participant and spouse, or a life annuity with guaranteed payments.

(g) Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their total vested account balance. Loan terms range from one to five years or up to 10 years for the purchase of a primary residence. The loans are collateralized by the balances in the participant's account and bear interest at market rates.

(h) Plan Termination

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

(2) Summary of Accounting Policies

(a) Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment contracts held by the Plan are reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of the Plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan invests in investment contracts through a common collective trust. Contract value for this common collective trust is based on the net asset value of the fund as reported by the investment advisor. The statements of net assets available for benefits present the fair value of the investment in the common collective trust as well as the adjustment of the investment in the collective trust from fair value to contract value relating to the investment contracts. The statement of changes in net assets available for benefits is prepared on a contract value basis.

(b) Investment Valuation and Income Recognition

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

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

(c) Notes Receivable from Participants

Participant loans are recorded at their unpaid principal balances plus any accrued interest. Participant loans are written off when deemed uncollectible.

(d) Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(e) Benefit Payments

Benefits are recorded when paid.

(f) Administrative Expenses

Various administrative costs are paid by the Company. Other expenses, such as audit fees, are paid by the Plan Administrator.

(3) Investments

Under the terms of a trust agreement between Fidelity Management Trust Company (the Trustee) and the Plan, the Trustee maintains a trust fund on behalf of the Plan. The participant accounts are credited with actual earnings on the underlying investments and charged for plan withdrawals. The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator has obtained certifications from the Trustee of the Plan that all of the information provided by them is complete and accurate. Information included in the accompanying financial statements and supplemental schedules as to investments, investment income, interest, and dividends, investment information included in this note, and all information in the Schedule H, Line 4i, except for notes receivable from participants, is presented in reliance solely upon those certifications.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following table presents investments as certified to be complete and accurate by the Trustee of the Plan. Individual investments representing 5% or more of the Plan's net assets available for benefits are separately identified (*). Common collective trusts are presented at contract value (**).

	December 31	
	2013	2012
Mutual funds		
Fidelity Freedom 2020 Fund	\$ 11,536,507 *	9,987,923 *
Fidelity Puritan Fund	7,450,415 *	6,627,911 *
Fidelity Freedom 2030 Fund	8,000,740 *	6,329,490 *
Fidelity Freedom 2025 Fund	5,905,004 *	4,392,682 *
Fidelity Blue Chip Growth Fund	5,609,461 *	4,192,845 *
Fidelity Freedom 2015 Fund	4,566,017 *	4,028,627 *
Fidelity Freedom 2040 Fund	4,315,935 *	3,350,213
Fidelity Freedom 2035 Fund	4,246,093 *	3,180,167
Other mutual funds	24,880,770	21,768,903
Common collective trust:		
Fidelity Managed Income Portfolio	5,062,065 * **	5,234,984 * **
Money market funds	2,577	2,023
	<u>\$ 81,575,584</u>	<u>69,095,768</u>

During the year ended December 31, 2013, the investment gain and net appreciation in the Plan's investments (including investments bought, sold, and held during the year) as certified by the Trustee of the Plan were as follows:

	2013
Interest and dividend income:	
Mutual funds	\$ 3,895,968
Common/collective trust	49,185
Notes receivable from participants	31,100
	<u>3,976,253</u>
Net appreciation in investments at fair value as determined by quoted market price for mutual funds	<u>8,938,893</u>
	<u>\$ 12,915,146</u>

(4) Fair Value Measurements

The Financial Accounting Standards Board established a framework for measuring fair value, and expands disclosures about fair value measurements. The fair value framework requires the categorization of assets

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

and liabilities into three levels based upon the assumptions (inputs) used to price the assets or liabilities. Level 1 provides the most reliable measure of fair value, whereas Level 3 generally requires significant judgment. The three levels are defined as follows:

- Level 1 – Assets or liabilities that are valued based on quoted prices in active markets that are accessible at measurement date.
- Level 2 – Assets and liabilities that are valued based upon inputs, other than those included in level 1; based on quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, or financial instruments for which all significant inputs are observable, either directly or indirectly.
- Level 3 – Assets or liabilities that are based on unobservable inputs, including the reporting entity's own analysis of the underlying economic data that market participants would factor into the pricing of the asset or liability.

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

Level 1 instruments consist of money market funds and mutual funds and their fair value is normally calculated as of the close of business of the New York Stock Exchange. Level 2 instruments include common collective trusts, which is priced daily based on a blended rate of the contracts' rate of return and the daily income earned. There are no Level 3 investments.

December 31, 2013				
	Level 1	Level 2	Level 3	Total
Assets:				
Mutual funds:				
Mid/large cap stock	\$ 22,455,716	—	—	22,455,716
Fixed income	3,109,441	—	—	3,109,441
Retirement year based	45,342,632	—	—	45,342,632
Small cap stock	3,568,097	—	—	3,568,097
International	2,035,056	—	—	2,035,056
Total mutual funds	76,510,942	—	—	76,510,942
Common collective trust	—	5,139,533	—	5,139,533
Money market funds	2,577	—	—	2,577
Total assets	\$ 76,513,519	5,139,533	—	81,653,052

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

December 31, 2012				
	Level 1	Level 2	Level 3	Total
Assets:				
Mutual funds:				
Mid/large cap stock	\$ 18,124,607	—	—	18,124,607
Fixed income	3,588,774	—	—	3,588,774
Retirement year based	37,568,487	—	—	37,568,487
Small cap stock	2,746,610	—	—	2,746,610
International	1,830,283	—	—	1,830,283
Total mutual funds	63,858,761	—	—	63,858,761
Common collective trust	—	5,389,209	—	5,389,209
Money market funds	2,023	—	—	2,023
Total assets	\$ 63,860,784	5,389,209	—	69,249,993

Common collective trusts represent investments in an actively managed common collective trust fund that invests primarily in investment contracts, a variety of fixed-income investments which may include corporate bonds, both U.S. and non-U.S. municipal securities, and wrapper contracts. Investments are valued at the fair value per share multiplied by the number of shares held as of the measurement date.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no transfers between levels of the fair value hierarchy during 2013.

(5) Income Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated March 20, 2009, that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, management believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

The Company is required to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the organization has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service. The Company has concluded that as of December 31, 2013 and 2012, there are no uncertain tax positions taken or expected to be taken. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Company believes the Plan is no longer subject to income tax examinations for years prior to 2010.

(6) Risks and Uncertainties

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

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(7) Investment Contract with Insurance Company

The Fidelity Managed Income Portfolio (MIP) fund's purpose is to preserve principal while earning interest income. The MIP is a commingled pool and its investments may be comprised of conventional and synthetic investment contracts issued by insurance companies, banks and other financial institutions, short-term bonds and other fixed income securities, including U.S. Treasury bonds, mortgage-backed securities, commercial mortgage-backed securities, asset backed securities and derivative instruments such as futures, swaps and options. Third-party wrap contracts are purchased to permit the use of book value accounting to maintain a constant net asset value and to provide for payment of participant-directed withdrawals and exchanges at book value. Interest is credited under wrap contracts.

The fund has certain limitations on withdrawals and exchanges. Withdrawals made in order to accommodate distributions to participants or transfers to noncompeting investments may be made on any business day. Transferred amounts must be held in a noncompeting investment option for 90 days before subsequent transfers to a competing fund can occur. There are no unfunded commitments or other redemption notice requirements related to this investment.

As described in note 2(a), because the MIP is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Participants may ordinarily direct the withdrawal or transfer all or a portion of the investment at contract value.

The MIP is valued daily and it is the policy of the Trustee to use its best efforts to maintain a stable net asset value of \$1.00 per unit. The MIP uses independent pricing services to value its investments. The market value spot yield for Plan years ending December 31, 2013 and 2012 was 1.54% and 1.70%, respectively.

(8) Non-Exempt Transactions

In 2013, the Plan Administrator identified certain non-exempt transactions related to untimely deposits of employee contributions for eligible individuals in the Plan. The Plan has contributed \$1,113 to the Plan as reimbursement for the related interest in accordance with the Voluntary Fiduciary Correction Program (VFCP) in 2013.

(9) Reconciliation Between Financial Statements and Form 5500

The following is a reconciliation of net assets available for plan benefits to the Form 5500 as of December 31, 2013 and 2012:

	December 31	
	2013	2012
Net assets available for benefits per the financial statements	\$ 84,515,198	71,465,715
Adjustment to report collective trust fund at fair value	77,468	154,225
Net assets available for benefits per the Form 5500	<u>\$ 84,592,666</u>	<u>71,619,940</u>

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2013 and 2012

The following is a reconciliation of increase in net assets for the year ended December 31, 2013 to net income per Form 5500:

Increase in net assets per financial statements	\$ 13,049,483
Adjustment to report collective trust fund at fair value	(76,757)
Transfer out of participant accounts	<u>33,424</u>
Net income per Form 5500	<u>\$ 13,006,150</u>

(10) Party-in-Interest Transactions

Certain plan assets are in investment funds managed by Fidelity Management Trust Company or its affiliates. Fidelity Management Trust Company is the trustee of the Plan and therefore these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

(11) Subsequent Events

All activity of the Plan has been evaluated through October 13, 2014, the date the financial statements were available to be issued. There were no reportable events.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

Schedule H, Line 4a – Schedule of Delinquent Participant Contributions

EIN #34-1260978

Plan #001

December 31, 2013

Total that constitute nonexempt prohibited transactions

Check here if late participant loan repayments are included	Participant contributions transferred late to the Plan		Contributions not corrected	Contributions corrected outside VFCP	Contributions pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
	\$460,484	(a)	14,909	—	—	445,575
	\$1,358,697	(b)	—	—	—	1,385,697

- (a) Various 2013 participant contributions in the amount of \$460,484 were remitted late to the Plan. The Company remitted the late contributions as well as lost interest of \$211 to the Plan in 2013. A VFCP has been filed and accepted for \$445,575 of the late contributions. However, the Company has not reimbursed the Plan for \$10 in lost interest related to \$14,909 of the late contributions. The Company intends to file a VFCP and remit the interest in 2014.
- (b) Various 2012 participant contributions in the amount of \$1,385,697 were remitted late to the Plan. The Company remitted the late contributions to the Plan in 2012 and lost interest of \$902 was remitted in 2013. A VFCP has been filed and accepted.

See accompanying independent auditors' report.

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
		Mutual funds:		
*	Fidelity	Fidelity Puritan Fund	350,938 shares	\$ 7,450,415
*	Fidelity	Fidelity Asset Manager 20%	3,578 shares	47,665
*	Fidelity	Fidelity Asset Manager 30%	5,896 shares	61,735
*	Fidelity	Fidelity Asset Manager 40%	713 shares	7,605
*	Fidelity	Fidelity Asset Manager 50%	3,938 shares	69,110
*	Fidelity	Fidelity Asset Manager 60%	14,918 shares	166,335
*	Fidelity	Fidelity Asset Manager 70%	1,707 shares	35,025
*	Fidelity	Fidelity Asset Manager 85%	6,739 shares	115,301
*	Fidelity	Fidelity Balanced Fund	9,036 shares	205,570
*	Fidelity	Fidelity Convertible Securities Fund	268 shares	8,353
*	Fidelity	Fidelity Freedom 2000 Fund	37,706 shares	468,682
*	Fidelity	Fidelity Freedom 2005 Fund	26,326 shares	311,963
*	Fidelity	Fidelity Freedom 2010 Fund	162,319 shares	2,485,101
*	Fidelity	Fidelity Freedom 2015 Fund	358,119 shares	4,566,017
*	Fidelity	Fidelity Freedom 2020 Fund	739,046 shares	11,536,507
*	Fidelity	Fidelity Freedom 2025 Fund	443,319 shares	5,905,004
*	Fidelity	Fidelity Freedom 2030 Fund	490,843 shares	8,000,740
*	Fidelity	Fidelity Freedom 2035 Fund	314,992 shares	4,246,093
*	Fidelity	Fidelity Freedom 2040 Fund	453,355 shares	4,315,935
*	Fidelity	Fidelity Freedom 2045 Fund	180,658 shares	1,981,819
*	Fidelity	Fidelity Freedom 2050 Fund	126,221 shares	1,392,216
*	Fidelity	Fidelity Freedom 2055 Fund	11,417 shares	132,555
*	Fidelity	Fidelity Freedom Income Fund	25,256 shares	296,510
*	Fidelity	Fidelity Global Balanced Fund	174 shares	4,301
	Baron	Baron Asset Fund	46,585 shares	2,891,968
	Templeton	Templeton Developing Markets A	4,734 shares	108,229
	INVS	INVS Growth & Income Fund	4,313 shares	116,531
*	Fidelity	Fidelity Blue Chip Growth Fund	88,519 shares	5,609,461
*	Fidelity	Fidelity Blue Chip Value Fund	4,953 shares	72,357
*	Fidelity	Fidelity Canada Fund	795 shares	46,344
*	Fidelity	Fidelity Capital Appreciation Fund	760 shares	27,507
*	Fidelity	Fidelity China Region	3,661 shares	123,584
*	Fidelity	Fidelity Contrafund	14,628 shares	1,406,356
*	Fidelity	Fidelity Disciplined Equity Fund	440 shares	14,218
*	Fidelity	Fidelity Diversified International Fund	26,642 shares	983,364
*	Fidelity	Fidelity Dividend Growth Fund	3,245 shares	114,830
*	Fidelity	Fidelity Emerging Asia	359 shares	10,987
*	Fidelity	Fidelity Emerging Markets Fund	2,663 shares	64,157
*	Fidelity	Fidelity EMEA	1,426 shares	13,107
*	Fidelity	Fidelity Equity Income Fund	1,617 shares	94,931
*	Fidelity	Fidelity Equity Dividend Income	992 shares	24,428
*	Fidelity	Fidelity Europe Fund	584 shares	22,730
*	Fidelity	Fidelity Europe Cap App	407 shares	9,579
*	Fidelity	Fidelity Exp & Multi Fund	3,618 shares	88,074
*	Fidelity	Fidelity Fifty	24 shares	669
*	Fidelity	Fidelity Focused Stock	1,923 shares	37,964
*	Fidelity	Fidelity Four In One Idx	1,060 shares	37,795
*	Fidelity	Fidelity Global Commodity stock	377 shares	5,331
*	Fidelity	Fidelity Growth & Income Fund	8,068 shares	224,769
*	Fidelity	Fidelity Growth Company Fund	2,296 shares	275,190
*	Fidelity	Fidelity Growth Discovery	1,021 shares	21,670
*	Fidelity	Fidelity Growth Strategies	310 shares	8,823
*	Fidelity	Fidelity Independence Fund	743 shares	26,925
*	Fidelity	Fidelity Inflat Prot Bond	3,003 shares	35,734
*	Fidelity	Fidelity International Cap Apprec	298 shares	4,989
*	Fidelity	Fidelity International Discovery	4,054 shares	164,168
*	Fidelity	Fidelity International ENH Index	365 shares	3,172
*	Fidelity	Fidelity International Growth	8,428 shares	94,727
*	Fidelity	Fidelity International Real Estate	2,840 shares	28,881
*	Fidelity	Fidelity International Small Cap	1,174 shares	31,449
*	Fidelity	Fidelity International Small Cap Opp	650 shares	9,067
*	Fidelity	Fidelity International Value	165 shares	1,493
*	Fidelity	Fidelity Japan Small Companies Fund	162 shares	2,175
*	Fidelity	Fidelity Large Cap Stock Fund	390 shares	10,614
*	Fidelity	Fidelity Large Cap Value ENH Indx	3,766 shares	38,295

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
*	Fidelity	Fidelity Large Cap Core ENH Index	\$ 423 shares	4,760
*	Fidelity	Fidelity Latin America	531 shares	16,591
*	Fidelity	Fidelity Leveraged Company Stock Fund	5,029 shares	217,435
*	Fidelity	Fidelity Low-Priced Stock Fund	13,042 shares	645,082
*	Fidelity	Fidelity Magellan	275 shares	25,425
*	Fidelity	Fidelity Mega Cap Stock Fund	479 shares	7,382
*	Fidelity	Fidelity Mid Cap ENH Indx	9 share	114
*	Fidelity	Fidelity Mid Cap Stock Fund	8,533 shares	337,145
*	Fidelity	Fidelity Mid Cap Value Fund	3,088 shares	69,800
*	Fidelity	Fidelity NASDAQ Comp Indx	135 shares	7,445
*	Fidelity	Fidelity New Millen	272 shares	10,741
*	Fidelity	Fidelity Nordic	109 shares	4,888
*	Fidelity	Fidelity Overseas Fund	1,224 shares	49,288
*	Fidelity	Fidelity OTC Portfolio	14,035 shares	1,086,185
*	Fidelity	Fidelity Pacific Basin Fund	95 shares	2,622
*	Fidelity	Fidelity Real Estate Inc	7,982 shares	88,439
*	Fidelity	Fidelity Real Estate Investment Fund	1,411 shares	45,047
*	Fidelity	Fidelity Select Air Transprt	6 shares	365
*	Fidelity	Fidelity Select Automotive	6 shares	365
*	Fidelity	Fidelity Select Banking	268 shares	7,018
*	Fidelity	Fidelity Select Biotechnology Portfolio	1,487 shares	270,233
*	Fidelity	Fidelity Select Brokerage Portfolio	24 shares	1,752
*	Fidelity	Fidelity Select Chemical Portfolio	127 shares	18,540
*	Fidelity	Fidelity Select Computers	32 shares	2,354
*	Fidelity	Fidelity Select Constr/House	217 shares	11,809
*	Fidelity	Fidelity Select Cons Discr	127 shares	4,215
*	Fidelity	Fidelity Select Cons Staples	295 shares	26,629
*	Fidelity	Fidelity Select Consumer Fin	84 shares	1,380
*	Fidelity	Fidelity Select Defense Portfolio	430 shares	52,568
*	Fidelity	Fidelity Select Electronics	9 shares	583
*	Fidelity	Fidelity Select Energy	453 shares	25,435
*	Fidelity	Fidelity Select Energy Service Portfolio	399 shares	33,820
*	Fidelity	Fidelity Select Financial	1,773 shares	144,987
*	Fidelity	Fidelity Select Gold Portfolio	1,633 shares	29,351
*	Fidelity	Fidelity Select Healthcare Portfolio	1,144 shares	215,563
*	Fidelity	Fidelity Select Industrials	109 shares	3,669
*	Fidelity	Fidelity Select Industrial Equip	296 shares	13,554
*	Fidelity	Fidelity Select Insurance Portfolio	14 shares	950
*	Fidelity	Fidelity Select IT Services	315 shares	11,782
*	Fidelity	Fidelity Select Leisure	137 shares	18,202
*	Fidelity	Fidelity Select Materials	101 shares	8,536
*	Fidelity	Fidelity Select Medical Delivery Portfolio	133 shares	9,697
*	Fidelity	Fidelity Select Medical Equipment & Systems Portfolio	3,840 shares	137,252
*	Fidelity	Fidelity Select Multimedia	64 shares	5,148
*	Fidelity	Fidelity Select Natural Gas Portfolio	45 shares	1,714
*	Fidelity	Fidelity Select Natural Res	281 shares	10,377
*	Fidelity	Fidelity Select Pharmaceuticals Portfolio	3,664 shares	70,391
*	Fidelity	Fidelity Select Retailing	406 shares	35,527
*	Fidelity	Fidelity Select Software	140 shares	16,611
*	Fidelity	Fidelity Select Technology	121 shares	14,846
*	Fidelity	Fidelity Select Transportation Portfolio	186 shares	13,736
*	Fidelity	Fidelity Select Utilities Grade	3 shares	180
*	Fidelity	Fidelity Select Wireless	2,118 shares	22,305
*	Fidelity	Fidelity Small Cap Discovery	4,994 shares	156,119
*	Fidelity	Fidelity Small Cap ENH Index	3,024 shares	38,409
*	Fidelity	Fidelity Small Cap Growth	6,204 shares	119,549
*	Fidelity	Fidelity Small Cap Stock Fund	10,018 shares	209,773
*	Fidelity	Fidelity Small Cap Value	5,672 shares	113,671
*	Fidelity	Fidelity Stock Selectors All Cap	362 shares	12,901
*	Fidelity	Fidelity Stock Selectors Small Cap	1,475 shares	38,608
*	Fidelity	Fidelity Stock Selectors Mid Cap	2,035 shares	61,979
*	Fidelity	Fidelity Stock Selectors Large Cap	5,848 shares	89,185
*	Fidelity	Fidelity Telecommunications & Utilities	220 shares	4,850
*	Fidelity	Fidelity Value Fund	1,160 shares	120,183
*	Fidelity	Fidelity Value Discovery	526 shares	11,450
*	Fidelity	Fidelity Value Strategies Fund	238 shares	9,760
*	Fidelity	Fidelity Worldwide Fund	1,621 shares	39,898
	Morgan Stanley	Morgan Stanley, Inc. Global Franchise	7,297 shares	149,145
	Neuberger & Berman	Neuberger & Berman Large Cap Val Tr	15,160 shares	343,529

ST. JOHN MEDICAL CENTER RETIREMENT SAVINGS PLAN

EIN #34-1260978

Plan #001

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	Spartan	Spartan 500 Index Adv	18,747 shares	\$ ** 1,227,721
	Spartan	Spartan Extended Market Index Adv	93 shares	** 4,958
	Spartan	Spartan International Index Adv	989 shares	** 40,204
	Spartan	Spartan Total Mkt Index Adv	313 shares	** 16,935
*	Fidelity	Fidelity Capital & Income Fund	26,201 shares	** 258,337
*	Fidelity	Fidelity Corporate Bond	571 shares	** 6,242
*	Fidelity	Fidelity Fidelity Fund	1,267 shares	** 54,053
*	Fidelity	Fidelity Float RT High Income	17,140 shares	** 170,718
*	Fidelity	Fidelity GNMA	30,096 shares	** 337,376
*	Fidelity	Fidelity Government Income Fund	36,696 shares	** 372,831
*	Fidelity	Fidelity High Income Fund	14,061 shares	** 131,748
*	Fidelity	Fidelity Intermediate Bond Fund	42,109 shares	** 456,038
*	Fidelity	Fidelity Investment Grade Bond	7,830 shares	** 60,132
*	Fidelity	Fidelity Mortgage Sec	58 shares	** 639
*	Fidelity	Fidelity New Market Income Fund	9,662 shares	** 150,636
*	Fidelity	Fidelity Strategic Income Fund	44,714 shares	** 485,149
*	Fidelity	Fidelity Strategic Div & Inc	20,175 shares	** 283,259
*	Fidelity	Fidelity Strategic Real Ret	1,021 shares	** 9,349
*	Fidelity	Fidelity Total Bond	10,355 shares	** 108,102
	Spartan	Spartan U.S. Bond Index Adv	13,381 shares	** 152,010
*	Fidelity	Fidelity Ultrashort bond	258 shares	** 2,130
	Spartan	Spartan EM Mkts Index Adv	34 shares	** 321
	Spartan	Spartan GLB XUS Index Adv	21 shares	** 265
	Spartan	Spartan LT TR Index Adv	4,264 shares	** 46,776
	Spartan	Spartan INT TR Index Adv	3,691 shares	** 38,972
		Total mutual funds		76,510,942
*	Fidelity	Common collective trust: Fidelity Managed Income Portfolio	5,062,064 shares	** 5,139,533
		Money market funds:		
*	Fidelity	Fidelity Retirement Government Money Market	1,849 shares	** 1,849
*	Fidelity	Fidelity Retirement Money Market Fund	729 shares	** 728
		Total money market funds		2,577
*	Notes receivable from participants	Notes receivable from participants with interest rates ranging from 4.25% to 8.75% with maturity through 2023	+	926,521
		Total		\$ <u>82,579,573</u>

* Indicates party-in-interest to the Plan.

** Historical cost information is not required on schedule H, line 4i – schedule of assets (held at end of year) for participant-directed investments.

+ Cost of notes receivable from participants is \$0 as indicated in the instructions to Form 5500.

Note: This schedule is based on information that has been certified as complete and accurate by Fidelity Management Trust Company, the Plan's Trustee.

See accompanying independent auditors' report.