

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

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1984</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>31-1268981</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>614-888-0040</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>541330</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1984</u>		2b Employer Identification Number (EIN) <u>31-1268981</u>		2c Sponsor's telephone number <u>614-888-0040</u>		2d Business code (see instructions) <u>541330</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>										
1c Effective date of plan <u>01/01/1984</u>											
2b Employer Identification Number (EIN) <u>31-1268981</u>											
2c Sponsor's telephone number <u>614-888-0040</u>											
2d Business code (see instructions) <u>541330</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>DLZ CORPORATION</u> <u>6121 HUNTLEY ROAD</u> <u>COLUMBUS, OH 43229-1003</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	RAM RAJADHYAKSHA 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	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	574
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	526
b Retired or separated participants receiving benefits		6b	6
c Other retired or separated participants entitled to future benefits		6c	157
d Subtotal. Add lines 6a , 6b , and 6c		6d	689
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	3
f Total. Add lines 6d and 6e		6f	692
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	615
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	7
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2O 2S 2T 3H			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

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

A Name of plan DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 DLZ CORPORATION	D Employer Identification Number (EIN) 31-1268981	

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

(a) Name of insurance carrier

STANDARD INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
93-0242990	69019	153867	436	01/01/2013	12/31/2013

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

(a) Total amount of commissions paid 2903	(b) Total amount of fees paid 0
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3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

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

HUNTINGTON INSURANCE INC.
221 S CHURCH STREET
BOWLING GREEN, OH 43402

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
2544	0	N/A	3

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

CHARLES W BOWDEN III
568 E REVERE WAY
SMITHVILLE, NJ 08205-3229

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
359	0	N/A	3

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

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

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

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

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

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

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	
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c Additions: (1) Contributions deposited during the year	7c(1)		
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)		
(4) Transferred from separate account	7c(4)		
(5) Other (specify below)	7c(5)		
▶			

(6) Total additions	7c(6)	
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d Total of balance and additions (add lines 7b and 7c(6))	7d	
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e Deductions:			
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)		
(2) Administration charge made by carrier	7e(2)		
(3) Transferred to separate account	7e(3)		
(4) Other (specify below)	7e(4)		
▶			

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

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)	36463	
(2) Increase (decrease) in amount due but unpaid.....	9a(2)	263	
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....	9a(4)		36726
b Benefit charges (1) Claims paid.....	9b(1)	41872	
(2) Increase (decrease) in claim reserves.....	9b(2)	669	
(3) Incurred claims (add (1) and (2)).....	9b(3)		42541
(4) Claims charged	9b(4)		
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)	2903	
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)	6061	
(E) Taxes	9c(1)(E)	515	
(F) Charges for risks or other contingencies.....	9c(1)(F)	2973	
(G) Other retention charges	9c(1)(G)		
(H) Total retention	9c(1)(H)		12452
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....	9c(2)		
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement	9d(1)		
(2) Claim reserves	9d(2)		7670
(3) Other reserves.....	9d(3)		
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....	9e		

10 Nonexperience-rated contracts:

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

Part IV Provision of Information

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

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

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

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013	
A Name of plan DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 DLZ CORPORATION	D Employer Identification Number (EIN) 31-1268981

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE VANGUARD GROUP, INC.

23-1945930

(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)

THE VANGUARD GROUP, INC

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 25 37 52	NONE	2850	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
THE VANGUARD GROUP, INC.	99	0
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> (d) Enter name and EIN (address) of source of indirect compensation HEARTLAND FUNDS 39-1767601 </div> <div style="width: 40%;"> (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 35 BPS </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> (a) Enter service provider name as it appears on line 2 THE VANGUARD GROUP, INC. </div> <div style="width: 20%;"> (b) Service Codes (see instructions) 99 </div> <div style="width: 20%;"> (c) Enter amount of indirect compensation 0 </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> (d) Enter name and EIN (address) of source of indirect compensation COLUMBIA MANAGEMENT INVESTMENT SERV 41-1861053 </div> <div style="width: 40%;"> (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 20 BPS </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> (a) Enter service provider name as it appears on line 2 THE VANGUARD GROUP, INC. </div> <div style="width: 20%;"> (b) Service Codes (see instructions) 99 </div> <div style="width: 20%;"> (c) Enter amount of indirect compensation 0 </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> (d) Enter name and EIN (address) of source of indirect compensation COLUMBIA MANAGEMENT INVESTMENT DIST 13-3043478 </div> <div style="width: 40%;"> (e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. 5 BPS </div> </div>		

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
THE VANGUARD GROUP, INC.	99	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN PARTNERS FUNDS 30-0551775	7 BPS	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

<div>SCHEDULE D</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013					
A Name of plan DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN				B Three-digit plan number (PN) ▶ 001	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 DLZ CORPORATION				D Employer Identification Number (EIN) 31-1268981	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD RETIREMENT SAVINGS VIII					
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY					
c EIN-PN 23-2186884-037		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2988823	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT,	

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN</u>		B Three-digit plan number (PN) <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DLZ CORPORATION</u>		D Employer Identification Number (EIN) <u>31-1268981</u>

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	521949	178217
(2) Participant contributions.....	1b(2)		7546
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	63376	26027
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	337153	323554
(9) Value of interest in common/collective trusts	1c(9)	3690549	2988823
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	33550278	44646346
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	11366496	11570253
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	49529801	59740766

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	25346	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	25346	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	49504455	59740766
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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)	1162961	
(B) Participants	2a(1)(B)	2347143	
(C) Others (including rollovers)	2a(1)(C)	616171	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		4126275

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	13100	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		13100

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1767223	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1767223

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

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

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		-135541
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		6972668
c Other income.....	2c		135758
d Total income. Add all income amounts in column (b) and enter total.....	2d		12879483

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	2978507	
(2) To insurance carriers for the provision of benefits.....	2e(2)	38578	
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		3017085
f Corrective distributions (see instructions).....	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other.....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		3017085

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		9862398
l Transfers of assets:			
(1) To this plan.....	2l(1)		373913
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

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

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

☒ Yes ☐ No

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

(1) Name: SOMERSET CPA'S, P.C.

(2) EIN: 20-1717681

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a		X	
4b		X	

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

<div>SCHEDULE R (Form 5500) <div>Department of the Treasury Internal Revenue Service</div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></div>		<div>Retirement Plan Information</div> <div>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).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013					
A Name of plan DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 DLZ CORPORATION				D Employer Identification Number (EIN) 31-1268981	
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): 23-2186884					
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					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.				Schedule R (Form 5500) 2013 v. 130118	

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): _____

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Financial Statements
December 31, 2013

**DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN**

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Independent Auditors' Report

**To the Plan Administrators
DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Columbus, Ohio**

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note C, which was certified by the trustee of the Plan, 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 investment 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.

Architecture/Engineering
Assurance
Business Advisory
Construction
Dealerships
Dental

Employee Benefits
Entrepreneurial
Health Care
Information Solutions
Litigation, Valuation & Forensic

Manufacturing & Distribution
Not-for-Profit
Real Estate
Small Business
Tax
Wealth Management

Disclaimer of Opinion

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

Other Matter

The supplemental schedule of assets held for investment purposes, as of December 31, 2013, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in black ink that reads "Somers CPA PC". The signature is written in a cursive, flowing style.

October 15, 2014

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets		
Participant-directed investments, at fair value		
Cash and cash equivalents	\$ 25,181	\$ 16,364
Master trust	2,988,823	3,690,549
Registered investment companies	44,621,165	33,533,914
Nonparticipant-directed investments, at fair value		
Cash and cash equivalents	26,027	63,376
DLZ Corporation preferred stock	<u>11,570,253</u>	<u>11,366,496</u>
	<u>59,231,449</u>	<u>48,670,699</u>
Receivables		
Employee contributions	7,546	0
Employer contributions	178,217	521,949
Notes receivable - participants	<u>323,554</u>	<u>337,153</u>
	<u>509,317</u>	<u>859,102</u>
Liabilities		
Excess contributions	<u>0</u>	<u>25,346</u>
Net Assets Available for Benefits at Fair Value	<u><u>\$ 59,740,766</u></u>	<u><u>\$ 49,504,455</u></u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(81,034)</u>	<u>(185,791)</u>
Net Assets Available for Benefits	<u><u>\$ 59,659,732</u></u>	<u><u>\$ 49,318,664</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2013

Additions to Net Assets Attributed to:	
Investment income, including loan interest	\$ 1,780,323
Net appreciation in fair value of investments including realized gains and losses	7,077,642
Contributions	
Participant	2,347,143
Employer	1,162,961
Rollovers	611,549
Other	4,622
Transfer from other plan	<u>373,913</u>
Total Additions	<u>13,358,153</u>
Deductions from Net Assets Attributed to:	
Benefits paid to participants	2,978,507
Insurance premiums	<u>38,578</u>
Total Deductions	<u>3,017,085</u>
Net Increase	10,341,068
Net Assets Available for Benefits, Beginning of Year	<u>49,318,664</u>
Net Assets Available for Benefits, End of Year	<u><u>\$ 59,659,732</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Plan Description:

The following description of the DLZ Corporation Employee Stock Ownership and 401(k) Plan (the "Plan") provides only general information. Plan participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan that includes an Employee Stock Ownership Plan (ESOP) covering substantially all full-time employees of DLZ Corporation and Subsidiaries (the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Plan Amendments

Effective January 1, 2013, the Plan was amended and restated in its entirety to incorporate an automatic contribution arrangement, as well as to make certain clarifications with respect to the administration and operation of the Plan.

All relevant provisions of the amendment are included in the Plan's financial statements at December 31, 2013.

Eligibility

Employees are eligible to participate in the 401(k) portion of the Plan on the first day of the month following their date of hire. Participation in the ESOP requires an individual to complete one year of service defined as a twelve-month period in which an employee works at least 1,000 hours.

Contributions

Each year, participants may contribute up to 50% of their annual compensation as defined by the Plan, up to the allowable limits established by the Internal Revenue Service. Participants may also contribute rollovers from other qualified plans.

Company contributions are discretionary and consist of a matching and non-elective contribution. The matching contributions are based upon a percentage of each participant's salary deferral that is contributed to the Plan. For the year ended December 31, 2013, the Company matched 50% of up to 4% of compensation contributed by each participant totaling \$520,850. The Company also made a discretionary non-elective contribution of \$642,111 for the year ended December 31, 2013.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Forfeitures

Forfeited balances from terminated participants' non-vested accounts are re-allocated annually to the remaining plan participants in the ratio each participants compensation bears to the total compensation of all participants. For the year ended December 31, 2013, \$0 in 401(K) forfeitures were re-allocated to plan participants and \$45,813 in ESOP forfeitures were reallocated to plan participants. Amounts available for future re-allocation were \$25,181 as of December 31, 2013.

Participant Accounts

Each participant's account is credited with the participant's and Company's contributions, plan earnings, and charged with an allocation of administrative expenses. Company contributions and forfeitures are allocated based on participants' compensation or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct their deferrals, rollovers, and matching contributions into various investment options offered by the Plan.

Each participant is entitled to exercise voting rights attributable to the shares allocated to his or her account and is notified by the Trustee prior to the time that such rights are to be exercised. The Trustee may vote as directed by the Plan Committee if no direction is received from the participant. The Trustee is required, however, to vote any unallocated shares on behalf of the collective best interest of Plan participants and beneficiaries.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's portion of their accounts, plus actual earnings, is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Percent Vested</u>
2	20%
3	40%
4	60%
5	80%
6 or more	100%

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Participant Notes Receivable

Participants may borrow from their accounts up to an amount that is equal to the lesser of \$50,000 or 50% of the present value of the participant's non-forfeitable accrued benefit. All loans are to be repaid over a period not to exceed five years, although an extension of the repayment period may be granted if the loan proceeds are used to purchase a participant's principal residence. The loans are collateralized by the participant's vested account and bear interest at a reasonable rate for loans of a similar nature made from financial institutions. Principal and interest is paid ratably through payroll deductions. Should the participant terminate, the balance of the outstanding loan becomes due and payable and the participant's vested account will be used to repay the loan. A participant may have no more than one loan outstanding at any time. Participant loans are valued at their unpaid principal balance plus accrued but unpaid interest.

Payment of Benefits

For the 401(k) portion of the Plan, a participant may elect to receive a single lump-sum or a series of installments equal to the value of his or her account upon termination of service, death or disability.

Payment of the ESOP account will either be paid as a single lump sum or installments over a period of time up to 5 years. A single lump-sum will be paid to a terminated participant if their account balance is \$5,000 or less on the date of distribution. If the vested balance of the participants account is greater than \$5,000 on the date of distribution, the account will be distributed in five annual installments. Distributions due to conflict of interest or death will be paid in a single lump sum.

All distributions are subject to the applicable provisions of the Plan document. Benefit payments are recorded when paid.

Diversification

Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments which are more diversified. Participants who are at least age 55 with at least 10 years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25% of their shares allocated to his or her account, less any shares previously diversified. In the sixth year, the percentage changes to 50%.

Plan Termination

Although they have 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 account balances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies:

Basis of Accounting

The Plan's financial statements are prepared on the accrual method of accounting.

Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates. The fair value of DLZ Corporation preferred stock is particularly subject to change in the near term.

As described in Accounting Standards Codification (ASC) 940-210, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans*, investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the standard, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Investments Valuations and Income Recognition

The Plan's investments are stated at fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Fair Value Measurements

ASC 820, defines fair value, establishes a framework for measuring fair value and enhances disclosures about fair value measurements. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (or exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. Valuation techniques used to measure fair value must maximize the use of observable inputs and minimize the use of unobservable inputs. Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Plan. Unobservable inputs are inputs that reflect the Plan's assumptions about the inputs that market participants would use in pricing the asset or liability and are developed based on the best information available in the circumstances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies (Continued):

Fair Value Measurements (Continued)

The fair value hierarchy input levels are as follows:

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

Level 2 - Inputs to the valuation methodology include:

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

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

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

Note C - Information Prepared and Certified by Trustee:

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Plan's trustee.

	<u>2013</u>	<u>2012</u>
Investments, at contract value	\$ 47,554,135	\$ 37,055,036
Notes receivable - participants	323,554	337,153
Investment income	8,691,106	
Loan interest income	13,100	

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note D - Investments:

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	<u>2013</u>	<u>2012</u>
Participant-directed		
Registered investment companies		
Morgan Stanley Inst. Fund Trust Midcap Growth Adv	\$ 7,912,792	\$ 4,937,257
Vanguard Morgan Growth Fund Investors Shares	8,382,558	7,023,872
Vanguard Wellington Fund Investor Shares	4,759,003	3,927,932
Master trust		
Vanguard Retirement Savings Trust VIII	2,988,823	3,690,549
Nonparticipant-directed		
DLZ Corporation Preferred Stock	11,570,253	11,366,496

During the year ended December 31, 2013, the Plan's investment (including investments bought, sold and held during the year) appreciated as follows:

Registered investment companies	\$ 6,923,884
DLZ Corporation preferred stock	<u>153,758</u>
	<u><u>\$ 7,077,642</u></u>

Note E - Nonparticipant-Directed Investments:

The significant components of the changes in net assets relating to the nonparticipant-directed investments for the year ended December 31, 2013, are as follows:

Changes in net assets:	
Contributions	\$ 585,000
Other additions	46,733
Net appreciation in investment value	153,758
Distributions	(580,505)
Administrative expenses	<u>(38,578)</u>
Net Increase	<u><u>\$ 166,408</u></u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note F - Party-in-Interest Transactions:

Certain Plan assets are investments sponsored by Vanguard Fiduciary Trust Company, the Plan's trustee. Other assets are invested in the stock of DLZ Corporation, the Plan sponsor. Transactions in these investments qualify as exempt party-in-interest transactions.

The Company provides certain accounting, administrative and investment management services to the Plan for which it receives no compensation.

Note G - Plan Expenses:

The Plan pays premiums for life insurance policies that provide death benefits used to fund ESOP distributions.

All significant Plan expenses are paid by the Plan Sponsor.

Note H - Tax Status:

The Plan received a favorable determination letter from the Internal Revenue Service dated March 25, 2011, stating the Plan, as then designed, was qualified under Section 401 of the Internal Revenue Code. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Authoritative accounting standards require the Plan to examine its tax positions for uncertain positions. Management is not aware of any tax positions that are more likely than not to change in the next 12 months or that would not sustain an examination by applicable taxing authorities.

The Plan's policy is to recognize penalties and interest as incurred in its statement of changes, which totaled \$0 for each of the years ended December 31, 2013 and 2012.

The Plan's federal information returns for 2010 through 2013 are subject to examination by the applicable tax authorities, generally for three years after the later of the original or extended due date.

Note I - Fair Value Measurements:

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

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in valuation methodologies at December 31, 2013, compared to December 31, 2012. The Company's policy is to recognize transfers between levels at the end of each reporting period, if applicable. There were no transfers between Level 1, 2, or 3 assets or liabilities during the year ended December 31, 2013.

Registered investment companies: Valued at the published net asset value (NAV) of the shares held by the Plan at the reporting date.

Master trust: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable duration considering the credit-worthiness of the issuer.

DLZ Corporation preferred stock: Valued at fair value as determined by a third-party independent appraiser, which has been reviewed and approved by the Plan trustee and management.

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

Following is a summary, by level within the fair value hierarchy, of the Plan's assets at fair value as of December 31, 2013 and 2012:

Assets at Fair Value as of December 31, 2013

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,164,107	\$ 0	\$ 0	\$ 2,164,107
Balanced funds	9,963,524	0	0	9,963,524
Large growth/value/blend funds	18,258,677	0	0	18,258,677
Mid growth/value/blend funds	12,616,730	0	0	12,616,730
Small growth/value/blend funds	527,673	0	0	527,673
International funds	1,090,454	0	0	1,090,454
Master trust				
Fixed income	0	2,988,823	0	2,988,823
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,570,253</u>	<u>11,570,253</u>
Total assets at fair value	<u>\$ 44,621,165</u>	<u>\$ 2,988,823</u>	<u>\$ 11,570,253</u>	<u>\$ 59,180,241</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Assets at Fair Value as of December 31, 2012

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,425,879	\$ 0	\$ 0	\$ 2,425,879
Balanced funds	7,681,759	0	0	7,681,759
Large growth/value/blend funds	14,729,684	0	0	14,729,684
Mid growth/value/blend funds	7,486,641	0	0	7,486,641
Small growth/value/blend funds	341,649	0	0	341,649
International funds	868,302	0	0	868,302
Master trust				
Fixed income	0	3,690,549	0	3,690,549
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,366,496</u>	<u>11,366,496</u>
Total assets at fair value	<u>\$ 33,533,914</u>	<u>\$ 3,690,549</u>	<u>\$ 11,366,496</u>	<u>\$ 48,590,959</u>

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

	<u>DLZ Corporation Preferred Stock</u>
Ending Balance, December 31, 2011	\$ 10,299,064
Unrealized gains held at the reporting date	617,433
Purchases	1,050,720
Sales	<u>(600,721)</u>
Ending Balance, December 31, 2012	<u>\$ 11,366,496</u>
Unrealized gains held at the reporting date	153,758
Purchases	663,594
Sales	<u>(613,595)</u>
Ending Balance, December 31, 2013	<u>\$ 11,570,253</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note J - Reconciliation of Financial Statements to Form 5500:

The following is a reconciliation of net assets available for plan benefits per the financial statements to the Form 5500:

	<u>2013</u>	<u>2012</u>
Net assets available for plan benefits per the financial statements	\$ 59,659,732	\$ 49,318,664
Contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>	<u>185,791</u>
	<u>\$ 59,740,766</u>	<u>\$ 49,504,455</u>

The following is a reconciliation of net investment income per the financial statements to the Form 5500:

	<u>2013</u>
Net investment income per the financial statements	\$ 8,857,965
Less: December 31, 2012, contract value adjustment for fully benefit responsive contracts	(185,791)
Add: December 31, 2013, contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>
Net investment income per the Form 5500	<u>\$ 8,753,208</u>

Note K - Risks and Uncertainties:

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

Note L - Subsequent Events

The Plan has evaluated subsequent events through October 15, 2014, the date on which the financial statements were available to be issued.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Plan Number 001, EIN 31-1268981
Schedule of Assets Held for Investment Purposes at End of Year
Schedule H, Part IV, Line 4i
December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral Par or Maturity Value	Cost	Current Value
*				
	Cash and Cash Equivalents			
*	Vanguard Prime Money Market Fund	25,181.020 Shares	#	\$ 25,181
*	ESOP Cash	26,027.080 Shares	26,027	26,027
	Master Trust			
*	Vanguard Retirement Savings Trust VIII	2,907,788.990 Units	#	2,988,823
	Registered Investment Companies			
	Allianz NFJ Small-Cap Value Fund	9,154.663 Shares	#	302,928
	Artisan Mid Cap Value Fund	91,442.469 Shares	#	2,468,947
	Columbia Acorn USA Fund, Class Z	10,240.870 Shares	#	367,647
	Heartland Value Plus Fund	6,274.293 Shares	#	224,745
	Morgan Stanley Inst. Fund Trust Midcap Growth Adv	182,532.696 Shares	#	7,912,792
*	Vanguard 500 Index Fund Investor Shares	12,996.105 Shares	#	2,214,016
*	Vanguard Balanced Index Fund Investor Shares	82,436.164 Shares	#	2,269,468
*	Vanguard Extended Market Index Fund Investor Shares	29,753.720 Shares	#	1,867,344
*	Vanguard Morgan Growth Fund Investors Shares	327,315.805 Shares	#	8,382,558
*	Vanguard Target Retirement 2010 Fund	24,779.893 Shares	#	634,365
*	Vanguard Target Retirement 2015 Fund	144,110.904 Shares	#	2,128,518
*	Vanguard Target Retirement 2020 Fund	73,458.621 Shares	#	1,991,463
*	Vanguard Target Retirement 2025 Fund	104,689.727 Shares	#	1,648,863
*	Vanguard Target Retirement 2030 Fund	30,466.275 Shares	#	842,088
*	Vanguard Target Retirement 2035 Fund	27,227.166 Shares	#	462,317
*	Vanguard Target Retirement 2040 Fund	24,771.551 Shares	#	701,530
*	Vanguard Target Retirement 2045 Fund	41,173.780 Shares	#	731,246
*	Vanguard Target Retirement 2050 Fund	5,890.884 Shares	#	166,064
*	Vanguard Target Retirement 2055 Fund	3,518.791 Shares	#	106,795
*	Vanguard Target Retirement 2060 Fund	244.461 Shares	#	6,539
*	Vanguard Target Retirement Income	43,498.853 Shares	#	543,736
*	Vanguard Total Bond Market Index Fund Investor Shares	204,934.931 Shares	#	2,164,107
*	Vanguard Total International Stock Index Fund	65,101.739 Shares	#	1,090,454
*	Vanguard Wellington Fund Investor Shares	125,434.961 Shares	#	4,759,003
*	Vanguard Windsor II Fund Investor Shares	17,232.286 Shares	#	633,632
				<u>44,621,165</u>
	Preferred Stock			
*	DLZ Corporation Preferred Stock	768,787.600 Shares	9,513,402	11,570,253
*	Notes Receivable - Participants	4.25% Interest		<u>323,554</u>
				<u>\$ 59,555,003</u>

* Represents party in interest

**DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Financial Statements
December 31, 2013**

**DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN**

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Independent Auditors' Report

**To the Plan Administrators
DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Columbus, Ohio**

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note C, which was certified by the trustee of the Plan, 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 investment 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.

Architecture/Engineering
Assurance
Business Advisory
Construction
Dealerships
Dental

Employee Benefits
Entrepreneurial
Health Care
Information Solutions
Litigation, Valuation & Forensic

Manufacturing & Distribution
Not-for-Profit
Real Estate
Small Business
Tax
Wealth Management

Disclaimer of Opinion

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

Other Matter

The supplemental schedule of assets held for investment purposes, as of December 31, 2013, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in black ink that reads "Somers CPA PC". The signature is written in a cursive, flowing style.

October 15, 2014

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets		
Participant-directed investments, at fair value		
Cash and cash equivalents	\$ 25,181	\$ 16,364
Master trust	2,988,823	3,690,549
Registered investment companies	44,621,165	33,533,914
Nonparticipant-directed investments, at fair value		
Cash and cash equivalents	26,027	63,376
DLZ Corporation preferred stock	<u>11,570,253</u>	<u>11,366,496</u>
	<u>59,231,449</u>	<u>48,670,699</u>
Receivables		
Employee contributions	7,546	0
Employer contributions	178,217	521,949
Notes receivable - participants	<u>323,554</u>	<u>337,153</u>
	<u>509,317</u>	<u>859,102</u>
Liabilities		
Excess contributions	<u>0</u>	<u>25,346</u>
Net Assets Available for Benefits at Fair Value	<u><u>\$ 59,740,766</u></u>	<u><u>\$ 49,504,455</u></u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(81,034)</u>	<u>(185,791)</u>
Net Assets Available for Benefits	<u><u>\$ 59,659,732</u></u>	<u><u>\$ 49,318,664</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2013

Additions to Net Assets Attributed to:	
Investment income, including loan interest	\$ 1,780,323
Net appreciation in fair value of investments including realized gains and losses	7,077,642
Contributions	
Participant	2,347,143
Employer	1,162,961
Rollovers	611,549
Other	4,622
Transfer from other plan	<u>373,913</u>
Total Additions	<u>13,358,153</u>
Deductions from Net Assets Attributed to:	
Benefits paid to participants	2,978,507
Insurance premiums	<u>38,578</u>
Total Deductions	<u>3,017,085</u>
Net Increase	10,341,068
Net Assets Available for Benefits, Beginning of Year	<u>49,318,664</u>
Net Assets Available for Benefits, End of Year	<u><u>\$ 59,659,732</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Plan Description:

The following description of the DLZ Corporation Employee Stock Ownership and 401(k) Plan (the "Plan") provides only general information. Plan participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan that includes an Employee Stock Ownership Plan (ESOP) covering substantially all full-time employees of DLZ Corporation and Subsidiaries (the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Plan Amendments

Effective January 1, 2013, the Plan was amended and restated in its entirety to incorporate an automatic contribution arrangement, as well as to make certain clarifications with respect to the administration and operation of the Plan.

All relevant provisions of the amendment are included in the Plan's financial statements at December 31, 2013.

Eligibility

Employees are eligible to participate in the 401(k) portion of the Plan on the first day of the month following their date of hire. Participation in the ESOP requires an individual to complete one year of service defined as a twelve-month period in which an employee works at least 1,000 hours.

Contributions

Each year, participants may contribute up to 50% of their annual compensation as defined by the Plan, up to the allowable limits established by the Internal Revenue Service. Participants may also contribute rollovers from other qualified plans.

Company contributions are discretionary and consist of a matching and non-elective contribution. The matching contributions are based upon a percentage of each participant's salary deferral that is contributed to the Plan. For the year ended December 31, 2013, the Company matched 50% of up to 4% of compensation contributed by each participant totaling \$520,850. The Company also made a discretionary non-elective contribution of \$642,111 for the year ended December 31, 2013.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Forfeitures

Forfeited balances from terminated participants' non-vested accounts are re-allocated annually to the remaining plan participants in the ratio each participants compensation bears to the total compensation of all participants. For the year ended December 31, 2013, \$0 in 401(K) forfeitures were re-allocated to plan participants and \$45,813 in ESOP forfeitures were reallocated to plan participants. Amounts available for future re-allocation were \$25,181 as of December 31, 2013.

Participant Accounts

Each participant's account is credited with the participant's and Company's contributions, plan earnings, and charged with an allocation of administrative expenses. Company contributions and forfeitures are allocated based on participants' compensation or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct their deferrals, rollovers, and matching contributions into various investment options offered by the Plan.

Each participant is entitled to exercise voting rights attributable to the shares allocated to his or her account and is notified by the Trustee prior to the time that such rights are to be exercised. The Trustee may vote as directed by the Plan Committee if no direction is received from the participant. The Trustee is required, however, to vote any unallocated shares on behalf of the collective best interest of Plan participants and beneficiaries.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's portion of their accounts, plus actual earnings, is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Percent Vested</u>
2	20%
3	40%
4	60%
5	80%
6 or more	100%

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Participant Notes Receivable

Participants may borrow from their accounts up to an amount that is equal to the lesser of \$50,000 or 50% of the present value of the participant's non-forfeitable accrued benefit. All loans are to be repaid over a period not to exceed five years, although an extension of the repayment period may be granted if the loan proceeds are used to purchase a participant's principal residence. The loans are collateralized by the participant's vested account and bear interest at a reasonable rate for loans of a similar nature made from financial institutions. Principal and interest is paid ratably through payroll deductions. Should the participant terminate, the balance of the outstanding loan becomes due and payable and the participant's vested account will be used to repay the loan. A participant may have no more than one loan outstanding at any time. Participant loans are valued at their unpaid principal balance plus accrued but unpaid interest.

Payment of Benefits

For the 401(k) portion of the Plan, a participant may elect to receive a single lump-sum or a series of installments equal to the value of his or her account upon termination of service, death or disability.

Payment of the ESOP account will either be paid as a single lump sum or installments over a period of time up to 5 years. A single lump-sum will be paid to a terminated participant if their account balance is \$5,000 or less on the date of distribution. If the vested balance of the participants account is greater than \$5,000 on the date of distribution, the account will be distributed in five annual installments. Distributions due to conflict of interest or death will be paid in a single lump sum.

All distributions are subject to the applicable provisions of the Plan document. Benefit payments are recorded when paid.

Diversification

Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments which are more diversified. Participants who are at least age 55 with at least 10 years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25% of their shares allocated to his or her account, less any shares previously diversified. In the sixth year, the percentage changes to 50%.

Plan Termination

Although they have 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 account balances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies:

Basis of Accounting

The Plan's financial statements are prepared on the accrual method of accounting.

Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates. The fair value of DLZ Corporation preferred stock is particularly subject to change in the near term.

As described in Accounting Standards Codification (ASC) 940-210, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans*, investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the standard, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Investments Valuations and Income Recognition

The Plan's investments are stated at fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Fair Value Measurements

ASC 820, defines fair value, establishes a framework for measuring fair value and enhances disclosures about fair value measurements. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (or exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. Valuation techniques used to measure fair value must maximize the use of observable inputs and minimize the use of unobservable inputs. Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Plan. Unobservable inputs are inputs that reflect the Plan's assumptions about the inputs that market participants would use in pricing the asset or liability and are developed based on the best information available in the circumstances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies (Continued):

Fair Value Measurements (Continued)

The fair value hierarchy input levels are as follows:

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

Level 2 - Inputs to the valuation methodology include:

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

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

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

Note C - Information Prepared and Certified by Trustee:

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Plan's trustee.

	<u>2013</u>	<u>2012</u>
Investments, at contract value	\$ 47,554,135	\$ 37,055,036
Notes receivable - participants	323,554	337,153
Investment income	8,691,106	
Loan interest income	13,100	

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note D - Investments:

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	<u>2013</u>	<u>2012</u>
Participant-directed		
Registered investment companies		
Morgan Stanley Inst. Fund Trust Midcap Growth Adv	\$ 7,912,792	\$ 4,937,257
Vanguard Morgan Growth Fund Investors Shares	8,382,558	7,023,872
Vanguard Wellington Fund Investor Shares	4,759,003	3,927,932
Master trust		
Vanguard Retirement Savings Trust VIII	2,988,823	3,690,549
Nonparticipant-directed		
DLZ Corporation Preferred Stock	11,570,253	11,366,496

During the year ended December 31, 2013, the Plan's investment (including investments bought, sold and held during the year) appreciated as follows:

Registered investment companies	\$ 6,923,884
DLZ Corporation preferred stock	<u>153,758</u>
	<u><u>\$ 7,077,642</u></u>

Note E - Nonparticipant-Directed Investments:

The significant components of the changes in net assets relating to the nonparticipant-directed investments for the year ended December 31, 2013, are as follows:

Changes in net assets:	
Contributions	\$ 585,000
Other additions	46,733
Net appreciation in investment value	153,758
Distributions	(580,505)
Administrative expenses	<u>(38,578)</u>
Net Increase	<u><u>\$ 166,408</u></u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note F - Party-in-Interest Transactions:

Certain Plan assets are investments sponsored by Vanguard Fiduciary Trust Company, the Plan's trustee. Other assets are invested in the stock of DLZ Corporation, the Plan sponsor. Transactions in these investments qualify as exempt party-in-interest transactions.

The Company provides certain accounting, administrative and investment management services to the Plan for which it receives no compensation.

Note G - Plan Expenses:

The Plan pays premiums for life insurance policies that provide death benefits used to fund ESOP distributions.

All significant Plan expenses are paid by the Plan Sponsor.

Note H - Tax Status:

The Plan received a favorable determination letter from the Internal Revenue Service dated March 25, 2011, stating the Plan, as then designed, was qualified under Section 401 of the Internal Revenue Code. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Authoritative accounting standards require the Plan to examine its tax positions for uncertain positions. Management is not aware of any tax positions that are more likely than not to change in the next 12 months or that would not sustain an examination by applicable taxing authorities.

The Plan's policy is to recognize penalties and interest as incurred in its statement of changes, which totaled \$0 for each of the years ended December 31, 2013 and 2012.

The Plan's federal information returns for 2010 through 2013 are subject to examination by the applicable tax authorities, generally for three years after the later of the original or extended due date.

Note I - Fair Value Measurements:

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

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in valuation methodologies at December 31, 2013, compared to December 31, 2012. The Company's policy is to recognize transfers between levels at the end of each reporting period, if applicable. There were no transfers between Level 1, 2, or 3 assets or liabilities during the year ended December 31, 2013.

Registered investment companies: Valued at the published net asset value (NAV) of the shares held by the Plan at the reporting date.

Master trust: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable duration considering the credit-worthiness of the issuer.

DLZ Corporation preferred stock: Valued at fair value as determined by a third-party independent appraiser, which has been reviewed and approved by the Plan trustee and management.

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

Following is a summary, by level within the fair value hierarchy, of the Plan's assets at fair value as of December 31, 2013 and 2012:

Assets at Fair Value as of December 31, 2013

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,164,107	\$ 0	\$ 0	\$ 2,164,107
Balanced funds	9,963,524	0	0	9,963,524
Large growth/value/blend funds	18,258,677	0	0	18,258,677
Mid growth/value/blend funds	12,616,730	0	0	12,616,730
Small growth/value/blend funds	527,673	0	0	527,673
International funds	1,090,454	0	0	1,090,454
Master trust				
Fixed income	0	2,988,823	0	2,988,823
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,570,253</u>	<u>11,570,253</u>
Total assets at fair value	<u>\$ 44,621,165</u>	<u>\$ 2,988,823</u>	<u>\$ 11,570,253</u>	<u>\$ 59,180,241</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Assets at Fair Value as of December 31, 2012

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,425,879	\$ 0	\$ 0	\$ 2,425,879
Balanced funds	7,681,759	0	0	7,681,759
Large growth/value/blend funds	14,729,684	0	0	14,729,684
Mid growth/value/blend funds	7,486,641	0	0	7,486,641
Small growth/value/blend funds	341,649	0	0	341,649
International funds	868,302	0	0	868,302
Master trust				
Fixed income	0	3,690,549	0	3,690,549
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,366,496</u>	<u>11,366,496</u>
Total assets at fair value	<u>\$ 33,533,914</u>	<u>\$ 3,690,549</u>	<u>\$ 11,366,496</u>	<u>\$ 48,590,959</u>

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

	<u>DLZ Corporation Preferred Stock</u>
Ending Balance, December 31, 2011	\$ 10,299,064
Unrealized gains held at the reporting date	617,433
Purchases	1,050,720
Sales	<u>(600,721)</u>
Ending Balance, December 31, 2012	<u>\$ 11,366,496</u>
Unrealized gains held at the reporting date	153,758
Purchases	663,594
Sales	<u>(613,595)</u>
Ending Balance, December 31, 2013	<u>\$ 11,570,253</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note J - Reconciliation of Financial Statements to Form 5500:

The following is a reconciliation of net assets available for plan benefits per the financial statements to the Form 5500:

	<u>2013</u>	<u>2012</u>
Net assets available for plan benefits per the financial statements	\$ 59,659,732	\$ 49,318,664
Contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>	<u>185,791</u>
	<u>\$ 59,740,766</u>	<u>\$ 49,504,455</u>

The following is a reconciliation of net investment income per the financial statements to the Form 5500:

	<u>2013</u>
Net investment income per the financial statements	\$ 8,857,965
Less: December 31, 2012, contract value adjustment for fully benefit responsive contracts	(185,791)
Add: December 31, 2013, contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>
Net investment income per the Form 5500	<u>\$ 8,753,208</u>

Note K - Risks and Uncertainties:

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

Note L - Subsequent Events

The Plan has evaluated subsequent events through October 15, 2014, the date on which the financial statements were available to be issued.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Plan Number 001, EIN 31-1268981
Schedule of Assets Held for Investment Purposes at End of Year
Schedule H, Part IV, Line 4i
December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral Par or Maturity Value	Cost	Current Value
*				
	Cash and Cash Equivalents			
*	Vanguard Prime Money Market Fund	25,181.020 Shares	#	\$ 25,181
*	ESOP Cash	26,027.080 Shares	26,027	26,027
	Master Trust			
*	Vanguard Retirement Savings Trust VIII	2,907,788.990 Units	#	2,988,823
	Registered Investment Companies			
	Allianz NFJ Small-Cap Value Fund	9,154.663 Shares	#	302,928
	Artisan Mid Cap Value Fund	91,442.469 Shares	#	2,468,947
	Columbia Acorn USA Fund, Class Z	10,240.870 Shares	#	367,647
	Heartland Value Plus Fund	6,274.293 Shares	#	224,745
	Morgan Stanley Inst. Fund Trust Midcap Growth Adv	182,532.696 Shares	#	7,912,792
*	Vanguard 500 Index Fund Investor Shares	12,996.105 Shares	#	2,214,016
*	Vanguard Balanced Index Fund Investor Shares	82,436.164 Shares	#	2,269,468
*	Vanguard Extended Market Index Fund Investor Shares	29,753.720 Shares	#	1,867,344
*	Vanguard Morgan Growth Fund Investors Shares	327,315.805 Shares	#	8,382,558
*	Vanguard Target Retirement 2010 Fund	24,779.893 Shares	#	634,365
*	Vanguard Target Retirement 2015 Fund	144,110.904 Shares	#	2,128,518
*	Vanguard Target Retirement 2020 Fund	73,458.621 Shares	#	1,991,463
*	Vanguard Target Retirement 2025 Fund	104,689.727 Shares	#	1,648,863
*	Vanguard Target Retirement 2030 Fund	30,466.275 Shares	#	842,088
*	Vanguard Target Retirement 2035 Fund	27,227.166 Shares	#	462,317
*	Vanguard Target Retirement 2040 Fund	24,771.551 Shares	#	701,530
*	Vanguard Target Retirement 2045 Fund	41,173.780 Shares	#	731,246
*	Vanguard Target Retirement 2050 Fund	5,890.884 Shares	#	166,064
*	Vanguard Target Retirement 2055 Fund	3,518.791 Shares	#	106,795
*	Vanguard Target Retirement 2060 Fund	244.461 Shares	#	6,539
*	Vanguard Target Retirement Income	43,498.853 Shares	#	543,736
*	Vanguard Total Bond Market Index Fund Investor Shares	204,934.931 Shares	#	2,164,107
*	Vanguard Total International Stock Index Fund	65,101.739 Shares	#	1,090,454
*	Vanguard Wellington Fund Investor Shares	125,434.961 Shares	#	4,759,003
*	Vanguard Windsor II Fund Investor Shares	17,232.286 Shares	#	633,632
				<u>44,621,165</u>
	Preferred Stock			
*	DLZ Corporation Preferred Stock	768,787.600 Shares	9,513,402	11,570,253
*	Notes Receivable - Participants	4.25% Interest		<u>323,554</u>
				<u>\$ 59,555,003</u>

* Represents party in interest

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Financial Statements
December 31, 2013

**DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN**

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Independent Auditors' Report

**To the Plan Administrators
DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Columbus, Ohio**

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the DLZ CORPORATION EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, the related statement of changes in net assets available for benefits for the year ended December 31, 2013, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note C, which was certified by the trustee of the Plan, 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 investment 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.

Architecture/Engineering
Assurance
Business Advisory
Construction
Dealerships
Dental

Employee Benefits
Entrepreneurial
Health Care
Information Solutions
Litigation, Valuation & Forensic

Manufacturing & Distribution
Not-for-Profit
Real Estate
Small Business
Tax
Wealth Management

Disclaimer of Opinion

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

Other Matter

The supplemental schedule of assets held for investment purposes, as of December 31, 2013, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in black ink that reads "Somers CPA PC". The signature is written in a cursive, flowing style.

October 15, 2014

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Assets		
Participant-directed investments, at fair value		
Cash and cash equivalents	\$ 25,181	\$ 16,364
Master trust	2,988,823	3,690,549
Registered investment companies	44,621,165	33,533,914
Nonparticipant-directed investments, at fair value		
Cash and cash equivalents	26,027	63,376
DLZ Corporation preferred stock	<u>11,570,253</u>	<u>11,366,496</u>
	<u>59,231,449</u>	<u>48,670,699</u>
Receivables		
Employee contributions	7,546	0
Employer contributions	178,217	521,949
Notes receivable - participants	<u>323,554</u>	<u>337,153</u>
	<u>509,317</u>	<u>859,102</u>
Liabilities		
Excess contributions	<u>0</u>	<u>25,346</u>
Net Assets Available for Benefits at Fair Value	<u><u>\$ 59,740,766</u></u>	<u><u>\$ 49,504,455</u></u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(81,034)</u>	<u>(185,791)</u>
Net Assets Available for Benefits	<u><u>\$ 59,659,732</u></u>	<u><u>\$ 49,318,664</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2013

Additions to Net Assets Attributed to:	
Investment income, including loan interest	\$ 1,780,323
Net appreciation in fair value of investments including realized gains and losses	7,077,642
Contributions	
Participant	2,347,143
Employer	1,162,961
Rollovers	611,549
Other	4,622
Transfer from other plan	<u>373,913</u>
Total Additions	<u>13,358,153</u>
Deductions from Net Assets Attributed to:	
Benefits paid to participants	2,978,507
Insurance premiums	<u>38,578</u>
Total Deductions	<u>3,017,085</u>
Net Increase	10,341,068
Net Assets Available for Benefits, Beginning of Year	<u>49,318,664</u>
Net Assets Available for Benefits, End of Year	<u><u>\$ 59,659,732</u></u>

See accompanying notes.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Plan Description:

The following description of the DLZ Corporation Employee Stock Ownership and 401(k) Plan (the "Plan") provides only general information. Plan participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan that includes an Employee Stock Ownership Plan (ESOP) covering substantially all full-time employees of DLZ Corporation and Subsidiaries (the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Plan Amendments

Effective January 1, 2013, the Plan was amended and restated in its entirety to incorporate an automatic contribution arrangement, as well as to make certain clarifications with respect to the administration and operation of the Plan.

All relevant provisions of the amendment are included in the Plan's financial statements at December 31, 2013.

Eligibility

Employees are eligible to participate in the 401(k) portion of the Plan on the first day of the month following their date of hire. Participation in the ESOP requires an individual to complete one year of service defined as a twelve-month period in which an employee works at least 1,000 hours.

Contributions

Each year, participants may contribute up to 50% of their annual compensation as defined by the Plan, up to the allowable limits established by the Internal Revenue Service. Participants may also contribute rollovers from other qualified plans.

Company contributions are discretionary and consist of a matching and non-elective contribution. The matching contributions are based upon a percentage of each participant's salary deferral that is contributed to the Plan. For the year ended December 31, 2013, the Company matched 50% of up to 4% of compensation contributed by each participant totaling \$520,850. The Company also made a discretionary non-elective contribution of \$642,111 for the year ended December 31, 2013.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Forfeitures

Forfeited balances from terminated participants' non-vested accounts are re-allocated annually to the remaining plan participants in the ratio each participants compensation bears to the total compensation of all participants. For the year ended December 31, 2013, \$0 in 401(K) forfeitures were re-allocated to plan participants and \$45,813 in ESOP forfeitures were reallocated to plan participants. Amounts available for future re-allocation were \$25,181 as of December 31, 2013.

Participant Accounts

Each participant's account is credited with the participant's and Company's contributions, plan earnings, and charged with an allocation of administrative expenses. Company contributions and forfeitures are allocated based on participants' compensation or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants may direct their deferrals, rollovers, and matching contributions into various investment options offered by the Plan.

Each participant is entitled to exercise voting rights attributable to the shares allocated to his or her account and is notified by the Trustee prior to the time that such rights are to be exercised. The Trustee may vote as directed by the Plan Committee if no direction is received from the participant. The Trustee is required, however, to vote any unallocated shares on behalf of the collective best interest of Plan participants and beneficiaries.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's portion of their accounts, plus actual earnings, is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Percent Vested</u>
2	20%
3	40%
4	60%
5	80%
6 or more	100%

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note A - Description of Plan (Continued):

Participant Notes Receivable

Participants may borrow from their accounts up to an amount that is equal to the lesser of \$50,000 or 50% of the present value of the participant's non-forfeitable accrued benefit. All loans are to be repaid over a period not to exceed five years, although an extension of the repayment period may be granted if the loan proceeds are used to purchase a participant's principal residence. The loans are collateralized by the participant's vested account and bear interest at a reasonable rate for loans of a similar nature made from financial institutions. Principal and interest is paid ratably through payroll deductions. Should the participant terminate, the balance of the outstanding loan becomes due and payable and the participant's vested account will be used to repay the loan. A participant may have no more than one loan outstanding at any time. Participant loans are valued at their unpaid principal balance plus accrued but unpaid interest.

Payment of Benefits

For the 401(k) portion of the Plan, a participant may elect to receive a single lump-sum or a series of installments equal to the value of his or her account upon termination of service, death or disability.

Payment of the ESOP account will either be paid as a single lump sum or installments over a period of time up to 5 years. A single lump-sum will be paid to a terminated participant if their account balance is \$5,000 or less on the date of distribution. If the vested balance of the participants account is greater than \$5,000 on the date of distribution, the account will be distributed in five annual installments. Distributions due to conflict of interest or death will be paid in a single lump sum.

All distributions are subject to the applicable provisions of the Plan document. Benefit payments are recorded when paid.

Diversification

Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments which are more diversified. Participants who are at least age 55 with at least 10 years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25% of their shares allocated to his or her account, less any shares previously diversified. In the sixth year, the percentage changes to 50%.

Plan Termination

Although they have 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 account balances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies:

Basis of Accounting

The Plan's financial statements are prepared on the accrual method of accounting.

Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates. The fair value of DLZ Corporation preferred stock is particularly subject to change in the near term.

As described in Accounting Standards Codification (ASC) 940-210, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans*, investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As required by the standard, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Investments Valuations and Income Recognition

The Plan's investments are stated at fair value. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Fair Value Measurements

ASC 820, defines fair value, establishes a framework for measuring fair value and enhances disclosures about fair value measurements. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (or exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. Valuation techniques used to measure fair value must maximize the use of observable inputs and minimize the use of unobservable inputs. Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Plan. Unobservable inputs are inputs that reflect the Plan's assumptions about the inputs that market participants would use in pricing the asset or liability and are developed based on the best information available in the circumstances.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note B - Significant Accounting Policies (Continued):

Fair Value Measurements (Continued)

The fair value hierarchy input levels are as follows:

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

Level 2 - Inputs to the valuation methodology include:

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

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

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

Note C - Information Prepared and Certified by Trustee:

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Plan's trustee.

	<u>2013</u>	<u>2012</u>
Investments, at contract value	\$ 47,554,135	\$ 37,055,036
Notes receivable - participants	323,554	337,153
Investment income	8,691,106	
Loan interest income	13,100	

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note D - Investments:

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	<u>2013</u>	<u>2012</u>
Participant-directed		
Registered investment companies		
Morgan Stanley Inst. Fund Trust Midcap Growth Adv	\$ 7,912,792	\$ 4,937,257
Vanguard Morgan Growth Fund Investors Shares	8,382,558	7,023,872
Vanguard Wellington Fund Investor Shares	4,759,003	3,927,932
Master trust		
Vanguard Retirement Savings Trust VIII	2,988,823	3,690,549
Nonparticipant-directed		
DLZ Corporation Preferred Stock	11,570,253	11,366,496

During the year ended December 31, 2013, the Plan's investment (including investments bought, sold and held during the year) appreciated as follows:

Registered investment companies	\$ 6,923,884
DLZ Corporation preferred stock	<u>153,758</u>
	<u><u>\$ 7,077,642</u></u>

Note E - Nonparticipant-Directed Investments:

The significant components of the changes in net assets relating to the nonparticipant-directed investments for the year ended December 31, 2013, are as follows:

Changes in net assets:	
Contributions	\$ 585,000
Other additions	46,733
Net appreciation in investment value	153,758
Distributions	(580,505)
Administrative expenses	<u>(38,578)</u>
Net Increase	<u><u>\$ 166,408</u></u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note F - Party-in-Interest Transactions:

Certain Plan assets are investments sponsored by Vanguard Fiduciary Trust Company, the Plan's trustee. Other assets are invested in the stock of DLZ Corporation, the Plan sponsor. Transactions in these investments qualify as exempt party-in-interest transactions.

The Company provides certain accounting, administrative and investment management services to the Plan for which it receives no compensation.

Note G - Plan Expenses:

The Plan pays premiums for life insurance policies that provide death benefits used to fund ESOP distributions.

All significant Plan expenses are paid by the Plan Sponsor.

Note H - Tax Status:

The Plan received a favorable determination letter from the Internal Revenue Service dated March 25, 2011, stating the Plan, as then designed, was qualified under Section 401 of the Internal Revenue Code. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Authoritative accounting standards require the Plan to examine its tax positions for uncertain positions. Management is not aware of any tax positions that are more likely than not to change in the next 12 months or that would not sustain an examination by applicable taxing authorities.

The Plan's policy is to recognize penalties and interest as incurred in its statement of changes, which totaled \$0 for each of the years ended December 31, 2013 and 2012.

The Plan's federal information returns for 2010 through 2013 are subject to examination by the applicable tax authorities, generally for three years after the later of the original or extended due date.

Note I - Fair Value Measurements:

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

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in valuation methodologies at December 31, 2013, compared to December 31, 2012. The Company's policy is to recognize transfers between levels at the end of each reporting period, if applicable. There were no transfers between Level 1, 2, or 3 assets or liabilities during the year ended December 31, 2013.

Registered investment companies: Valued at the published net asset value (NAV) of the shares held by the Plan at the reporting date.

Master trust: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable duration considering the credit-worthiness of the issuer.

DLZ Corporation preferred stock: Valued at fair value as determined by a third-party independent appraiser, which has been reviewed and approved by the Plan trustee and management.

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

Following is a summary, by level within the fair value hierarchy, of the Plan's assets at fair value as of December 31, 2013 and 2012:

Assets at Fair Value as of December 31, 2013

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,164,107	\$ 0	\$ 0	\$ 2,164,107
Balanced funds	9,963,524	0	0	9,963,524
Large growth/value/blend funds	18,258,677	0	0	18,258,677
Mid growth/value/blend funds	12,616,730	0	0	12,616,730
Small growth/value/blend funds	527,673	0	0	527,673
International funds	1,090,454	0	0	1,090,454
Master trust				
Fixed income	0	2,988,823	0	2,988,823
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,570,253</u>	<u>11,570,253</u>
Total assets at fair value	<u>\$ 44,621,165</u>	<u>\$ 2,988,823</u>	<u>\$ 11,570,253</u>	<u>\$ 59,180,241</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note I - Fair Value Measurements (Continued):

Assets at Fair Value as of December 31, 2012

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Participant Directed:				
Registered investment companies				
Fixed income funds	\$ 2,425,879	\$ 0	\$ 0	\$ 2,425,879
Balanced funds	7,681,759	0	0	7,681,759
Large growth/value/blend funds	14,729,684	0	0	14,729,684
Mid growth/value/blend funds	7,486,641	0	0	7,486,641
Small growth/value/blend funds	341,649	0	0	341,649
International funds	868,302	0	0	868,302
Master trust				
Fixed income	0	3,690,549	0	3,690,549
Non-participant Directed:				
DLZ Corporation preferred stock	<u>0</u>	<u>0</u>	<u>11,366,496</u>	<u>11,366,496</u>
Total assets at fair value	<u>\$ 33,533,914</u>	<u>\$ 3,690,549</u>	<u>\$ 11,366,496</u>	<u>\$ 48,590,959</u>

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

	<u>DLZ Corporation Preferred Stock</u>
Ending Balance, December 31, 2011	\$ 10,299,064
Unrealized gains held at the reporting date	617,433
Purchases	1,050,720
Sales	<u>(600,721)</u>
Ending Balance, December 31, 2012	<u>\$ 11,366,496</u>
Unrealized gains held at the reporting date	153,758
Purchases	663,594
Sales	<u>(613,595)</u>
Ending Balance, December 31, 2013	<u>\$ 11,570,253</u>

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Notes to Financial Statements
December 31, 2013

Note J - Reconciliation of Financial Statements to Form 5500:

The following is a reconciliation of net assets available for plan benefits per the financial statements to the Form 5500:

	<u>2013</u>	<u>2012</u>
Net assets available for plan benefits per the financial statements	\$ 59,659,732	\$ 49,318,664
Contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>	<u>185,791</u>
	<u>\$ 59,740,766</u>	<u>\$ 49,504,455</u>

The following is a reconciliation of net investment income per the financial statements to the Form 5500:

	<u>2013</u>
Net investment income per the financial statements	\$ 8,857,965
Less: December 31, 2012, contract value adjustment for fully benefit responsive contracts	(185,791)
Add: December 31, 2013, contract value adjustment for fully benefit-responsive investment contracts	<u>81,034</u>
Net investment income per the Form 5500	<u>\$ 8,753,208</u>

Note K - Risks and Uncertainties:

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

Note L - Subsequent Events

The Plan has evaluated subsequent events through October 15, 2014, the date on which the financial statements were available to be issued.

DLZ CORPORATION
EMPLOYEE STOCK OWNERSHIP AND 401(K) PLAN
Plan Number 001, EIN 31-1268981
Schedule of Assets Held for Investment Purposes at End of Year
Schedule H, Part IV, Line 4i
December 31, 2013

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral Par or Maturity Value	Cost	Current Value
*				
	Cash and Cash Equivalents			
*	Vanguard Prime Money Market Fund	25,181.020 Shares	#	\$ 25,181
*	ESOP Cash	26,027.080 Shares	26,027	26,027
	Master Trust			
*	Vanguard Retirement Savings Trust VIII	2,907,788.990 Units	#	2,988,823
	Registered Investment Companies			
	Allianz NFJ Small-Cap Value Fund	9,154.663 Shares	#	302,928
	Artisan Mid Cap Value Fund	91,442.469 Shares	#	2,468,947
	Columbia Acorn USA Fund, Class Z	10,240.870 Shares	#	367,647
	Heartland Value Plus Fund	6,274.293 Shares	#	224,745
	Morgan Stanley Inst. Fund Trust Midcap Growth Adv	182,532.696 Shares	#	7,912,792
*	Vanguard 500 Index Fund Investor Shares	12,996.105 Shares	#	2,214,016
*	Vanguard Balanced Index Fund Investor Shares	82,436.164 Shares	#	2,269,468
*	Vanguard Extended Market Index Fund Investor Shares	29,753.720 Shares	#	1,867,344
*	Vanguard Morgan Growth Fund Investors Shares	327,315.805 Shares	#	8,382,558
*	Vanguard Target Retirement 2010 Fund	24,779.893 Shares	#	634,365
*	Vanguard Target Retirement 2015 Fund	144,110.904 Shares	#	2,128,518
*	Vanguard Target Retirement 2020 Fund	73,458.621 Shares	#	1,991,463
*	Vanguard Target Retirement 2025 Fund	104,689.727 Shares	#	1,648,863
*	Vanguard Target Retirement 2030 Fund	30,466.275 Shares	#	842,088
*	Vanguard Target Retirement 2035 Fund	27,227.166 Shares	#	462,317
*	Vanguard Target Retirement 2040 Fund	24,771.551 Shares	#	701,530
*	Vanguard Target Retirement 2045 Fund	41,173.780 Shares	#	731,246
*	Vanguard Target Retirement 2050 Fund	5,890.884 Shares	#	166,064
*	Vanguard Target Retirement 2055 Fund	3,518.791 Shares	#	106,795
*	Vanguard Target Retirement 2060 Fund	244.461 Shares	#	6,539
*	Vanguard Target Retirement Income	43,498.853 Shares	#	543,736
*	Vanguard Total Bond Market Index Fund Investor Shares	204,934.931 Shares	#	2,164,107
*	Vanguard Total International Stock Index Fund	65,101.739 Shares	#	1,090,454
*	Vanguard Wellington Fund Investor Shares	125,434.961 Shares	#	4,759,003
*	Vanguard Windsor II Fund Investor Shares	17,232.286 Shares	#	633,632
				<u>44,621,165</u>
	Preferred Stock			
*	DLZ Corporation Preferred Stock	768,787.600 Shares	9,513,402	11,570,253
*	Notes Receivable - Participants	4.25% Interest		<u>323,554</u>
				<u>\$ 59,555,003</u>

* Represents party in interest