# Form 5500

**Department of the Treasury**
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

**2014**

**This Form is Open to Public Inspection**

## Part I Annual Report Identification Information

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

**A** This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] 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:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

## Part II Basic Plan Information—enter all requested information

**1a** Name of plan
MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN

**1b** Three-digit plan number (PN) ▶ 001

**1c** Effective date of plan 09/30/1967

**2a** Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)
MCNICHOLS COMPANY

2502 N. ROCKY POINT DR. SUITE 750
TAMPA, FL 33607-1421

**2b** Employer Identification Number (EIN)
34-1010088

**2c** Plan Sponsor's telephone number
813-282-3828

**2d** Business code (see instructions)
423500

**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. | 08/07/2015 | TERI L'HOMME |
| | **Signature of plan administrator** | Date | Enter name of individual signing as plan administrator |
| **SIGN HERE** | Filed with authorized/valid electronic signature. | 08/07/2015 | CRAIG STEIN |
| | **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 [X] Same as Plan Sponsor | **3b** | Administrator's EIN |
| | | **3c** | Administrator's telephone number |
| **4** | If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: | **4b** | EIN |
| **a** | Sponsor's name | **4c** | PN |

| | | | |
|---|---|---|---|
| **5** | Total number of participants at the beginning of the plan year | **5** | 401 |
| **6** | Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**). | | |
| **a(1)** | Total number of active participants at the beginning of the plan year | **6a(1)** | 339 |
| **a(2)** | Total number of active participants at the end of the plan year | **6a(2)** | 353 |
| **b** | Retired or separated participants receiving benefits | **6b** | 0 |
| **c** | Other retired or separated participants entitled to future benefits | **6c** | 66 |
| **d** | Subtotal. Add lines **6a(2)**, **6b**, and **6c**. | **6d** | 419 |
| **e** | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. | **6e** | 0 |
| **f** | Total. Add lines **6d** and **6e**. | **6f** | 419 |
| **g** | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 379 |
| **h** | Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 28 |
| **7** | Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) | **7** | |

**8a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2T

**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) | | **9b** Plan benefit arrangement (check all that apply) | |
|---|---|---|---|
| **(1)** | [ ] Insurance | **(1)** | [ ] Insurance |
| **(2)** | [ ] Code section 412(e)(3) insurance contracts | **(2)** | [ ] Code section 412(e)(3) insurance contracts |
| **(3)** | [X] Trust | **(3)** | [X] Trust |
| **(4)** | [ ] General assets of the sponsor | **(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)** [X] **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)** [X] **H** (Financial Information)

**(2)** [ ] **I** (Financial Information – Small Plan)

**(3)** [ ] ___ **A** (Insurance Information)

**(4)** [X] **C** (Service Provider Information)

**(5)** [X] **D** (DFE/Participating Plan Information)

**(6)** [ ] **G** (Financial Transaction Schedules)

## Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

**11a** If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…… ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

**11b** Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

**11c** Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

| SCHEDULE C (Form 5500) | Service Provider Information | OMB No. 1210-0110 |
|---|---|---|
| Department of the Treasury<br>Internal Revenue Service<br>Department of Labor<br>Employee Benefits Security Administration<br>Pension Benefit Guaranty Corporation | This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).<br>▶ **File as an attachment to Form 5500.** | **2014**<br>**This Form is Open to Public Inspection.** |

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

**A** Name of plan
MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
MCNICHOLS COMPANY

**D** Employer Identification Number (EIN)
34-1010088

## Part I Service Provider Information (see instructions)

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

### 1 Information on Persons Receiving Only Eligible Indirect Compensation

**a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] 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 16 25 37 38 52 59 | NONE | 31490 | Yes [X] No [ ] | Yes [X] No [ ] | 0 | Yes [ ] No [ ] |

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

CAPTRUST ADVISORS LLC

45-0479693

| (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? |
|---|---|---|---|---|---|---|
| 16 | NONE | 36000 | Yes [ ] No [X] | Yes [ ] No [ ] | | Yes [ ] No [ ] |

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

HILL WARD HENDERSON

59-2678550

| (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? |
|---|---|---|---|---|---|---|
| 29 | NONE | 29681 | Yes [ ] No [X] | 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)

MAYER HOFFMAN MCCANN P.C.

43-1947695

| (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? |
|---|---|---|---|---|---|---|
| 29 | NONE | 10000 | Yes ☐ No ☒ | Yes ☐ No ☐ | | Yes ☐ No ☐ |

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

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

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

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

## Part I Service Provider Information (continued)

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

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

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

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

## Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

## Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

| | | |
|---|---|---|
| **a** | Name: | **b** EIN: |
| **c** | Position: | |
| **d** | Address: | **e** Telephone: |

Explanation:

# SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

## DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

**A** Name of plan
MCNICHOLS COMPANY PROFIT SHARING 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
MCNICHOLS COMPANY

**D** Employer Identification Number (EIN)
34-1010088

**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 TRUST

**b** Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

| **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) |
|---|---|---|
| 23-2186884-022 | C | 1993996 |

**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) |
|---|---|---|

## 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)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

## Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

**A** Name of plan
MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
MCNICHOLS COMPANY

**D** Employer Identification Number (EIN)
34-1010088

## 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) | 10360 | 17394 |
| **(2)** Participant contributions | 1b(2) | 41597 | 45796 |
| **(3)** Other | 1b(3) | | |
| **c** General investments: | | | |
| **(1)** Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | | |
| **(2)** U.S. Government securities | 1c(2) | | |
| **(3)** Corporate debt instruments (other than employer securities): | | | |
| **(A)** Preferred | 1c(3)(A) | | |
| **(B)** All other | 1c(3)(B) | | |
| **(4)** Corporate stocks (other than employer securities): | | | |
| **(A)** Preferred | 1c(4)(A) | | |
| **(B)** Common | 1c(4)(B) | | |
| **(5)** Partnership/joint venture interests | 1c(5) | | |
| **(6)** Real estate (other than employer real property) | 1c(6) | | |
| **(7)** Loans (other than to participants) | 1c(7) | | |
| **(8)** Participant loans | 1c(8) | 866321 | 952202 |
| **(9)** Value of interest in common/collective trusts | 1c(9) | 2708515 | 1993996 |
| **(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) | 26750674 | 27869808 |
| **(14)** Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | | |
| **(15)** Other | 1c(15) | | |

| | | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|---|
| **1d** | Employer-related investments: | | | |
| | **(1)** Employer securities | 1d(1) | | |
| | **(2)** Employer real property | 1d(2) | | |
| **e** | Buildings and other property used in plan operation | 1e | | |
| **f** | Total assets (add all amounts in lines 1a through 1e) | 1f | 30377467 | 30879196 |
| | **Liabilities** | | | |
| **g** | Benefit claims payable | 1g | | |
| **h** | Operating payables | 1h | | |
| **i** | Acquisition indebtedness | 1i | | |
| **j** | Other liabilities | 1j | | |
| **k** | Total liabilities (add all amounts in lines 1g through1j) | 1k | 0 | 0 |
| | **Net Assets** | | | |
| **l** | Net assets (subtract line 1k from line 1f) | 1l | 30377467 | 30879196 |

## 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) Amount | (b) Total |
|---|---|---|---|---|
| **a** | **Contributions:** | | | |
| | **(1)** Received or receivable in cash from: **(A)** Employers | 2a(1)(A) | 383474 | |
| | **(B)** Participants | 2a(1)(B) | 1097859 | |
| | **(C)** Others (including rollovers) | 2a(1)(C) | 346043 | |
| | **(2)** Noncash contributions | 2a(2) | | |
| | **(3)** Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)** | 2a(3) | | 1827376 |
| **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) | 35071 | |
| | **(F)** Other | 2b(1)(F) | | |
| | **(G)** Total interest. Add lines **2b(1)(A)** through **(F)** | 2b(1)(G) | | 35071 |
| | **(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) | 971814 | |
| | **(D)** Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)** | 2b(2)(D) | | 971814 |
| | **(3)** Rents | 2b(3) | | |
| | **(4)** Net gain (loss) on sale of assets: **(A)** Aggregate proceeds | 2b(4)(A) | | |
| | **(B)** Aggregate carrying amount (see instructions) | 2b(4)(B) | | |
| | **(C)** Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result | 2b(4)(C) | | 0 |
| | **(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate | 2b(5)(A) | | |
| | **(B)** Other | 2b(5)(B) | | |
| | **(C)** Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)** | 2b(5)(C) | | 0 |

| | | (a) Amount | (b) Total |
|---|---|---|---|
| (6) Net investment gain (loss) from common/collective trusts | 2b(6) | | 44595 |
| (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) | | 1098063 |
| **c** Other income | 2c | | 73 |
| **d** Total income. Add all **income** amounts in column (b) and enter total | 2d | | 3976992 |
| **Expenses** | | | |
| **e** Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 3370182 | |
| (2) To insurance carriers for the provision of benefits | 2e(2) | | |
| (3) Other | 2e(3) | | |
| (4) Total benefit payments. Add lines **2e(1)** through **(3)** | 2e(4) | | 3370182 |
| **f** Corrective distributions (see instructions) | 2f | | 1739 |
| **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) | 103342 | |
| (5) Total administrative expenses. Add lines **2i(1)** through **(4)** | 2i(5) | | 103342 |
| **j** Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 3475263 |
| **Net Income and Reconciliation** | | | |
| **k** Net income (loss). Subtract line **2j** from line **2d** | 2k | | 501729 |
| **l** Transfers of assets: | | | |
| (1) To this plan | 2l(1) | | |
| (2) From this plan | 2l(2) | | |

## Part III Accountant's Opinion

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

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

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

**b** Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

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

**(1)** Name: MAYER HOFFMAN MCCANN PC **(2)** EIN: 43-1947695

**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:

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

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

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

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

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

## Part V Trust Information (optional)

| **6a** Name of trust | **6b** Trust's EIN |
|---|---|
| | |

# SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

## Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

**A** Name of plan
MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN

**B** Three-digit plan number (PN) ▶ 001

**C** Plan sponsor's name as shown on line 2a of Form 5500
MCNICHOLS COMPANY

**D** Employer Identification Number (EIN)
34-1010088

## 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 of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

**4** Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**If the plan is a defined benefit plan, go to line 8.**

**5** If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

**If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.**

**6 a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) ..... **6a**

**b** Enter the amount contributed by the employer to the plan for this plan year ..... **6b**

**c** Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) ..... **6c**

**If you completed line 6c, skip lines 8 and 9.**

**7** Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

**8** If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

## Part III Amendments

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

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

**10** Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

**11 a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

**b** If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

**12** Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

## Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

**a** Name of contributing employer

**b** EIN **c** Dollar amount contributed by employer

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

**e** Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

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

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

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

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Financial Statements**
**and**
**Supplemental Schedule**

**December 31, 2014 and 2013**
**(With Independent Auditor's Report Thereon)**

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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Mayer Hoffman McCann P.C.
An Independent CPA Firm

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Main: 727.572.1400 ■ Fax: 727.571.1933 ■ www.mhm-pc.com

# Independent Auditor's Report

To the Plan Administrator of
McNichols Company Profit Sharing and 401(k) Plan:

## Report on the Financial Statements

We were engaged to audit the accompanying financial statements of McNichols Company Profit Sharing and 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, 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 misstatements, 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 5, which was certified by Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from Vanguard as of December 31, 2014 and 2013 and for the year ended December 31, 2014, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

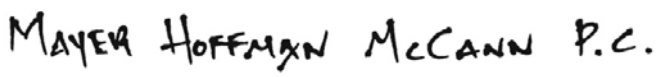
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

**Other Matter**

The supplemental Schedule of Assets (Held at End of Year) is required by the Department of Labor's 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 the supplemental schedule referred to above.

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

The form and content of the information 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.




July 30, 2015
Clearwater, Florida

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statements of Net Assets Available for Benefits**

**December 31, 2014 and 2013**

| Assets | 2014 | 2013 |
|---|---|---|
| Investments (at fair value): | | |
| Registered investment companies | $ 27,869,808 | 26,750,674 |
| Common collective trusts | 2,053,364 | 2,783,997 |
| Total investments at fair value | 29,923,172 | 29,534,671 |
| Receivables: | | |
| Notes receivable from participants | 952,202 | 866,321 |
| Employer contributions | 17,394 | 10,360 |
| Participant contributions | 45,796 | 41,597 |
| Total receivables | 1,015,392 | 918,278 |
| Net assets available for benefits at fair value | 30,938,564 | 30,452,949 |
| Adjustment from fair value to contract value relating to fully benefit-responsive investment contract | (59,368) | (75,482) |
| Net assets available for benefits | $ 30,879,196 | 30,377,467 |

See accompanying independent auditor's report and notes to financial statements.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statement of Changes in Net Assets Available for Benefits**

**Year Ended December 31, 2014**

| | | |
|---|---|---|
| Additions to net assets: | | |
| Investment income: | | |
| Interest income from notes receivable from participants | $ | 35,071 |
| Dividends and interest income from investments | | 971,814 |
| Realized and unrealized appreciation of registered investment companies | | 1,098,136 |
| Realized and unrealized appreciation of common collective trusts | | 44,595 |
| | | 2,149,616 |
| Contributions: | | |
| Employer | | 383,474 |
| Participant | | 1,097,859 |
| Rollover | | 346,043 |
| | | 1,827,376 |
| Investment income and contributions | | 3,976,992 |
| Deductions from net assets: | | |
| Benefit payments | | 3,371,921 |
| Plan expenses | | 103,342 |
| Total deductions | | 3,475,263 |
| Net increase | | 501,729 |
| Net assets available for benefits: | | |
| Beginning of year | | 30,377,467 |
| End of year | $ | 30,879,196 |

See accompanying independent auditor's report and notes to financial statements.

## (1) Description of the Plan

The following description of the McNichols Company Profit Sharing and 401(k) Plan (Plan) is provided for general information purposes only. Participants should refer to the Summary Plan Description for more complete information.

### (a) General

The Plan is a defined contribution plan adopted September 30, 1967 that covers eligible employees of McNichols Company (Company or Plan Administrator). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was amended January 1, 2008 to adopt certain provisions of the Economic Growth and Tax Relief Reconciliation Act of 2001 (EGTRRA). Vanguard Fiduciary Trust Company (Vanguard), the trustee, is responsible for maintaining the investments of the Plan and reporting on the earnings and investments of the Plan.

### (b) Contributions

The Plan includes a 401(k) benefit to allow employees who have completed one hour of service to contribute amounts to their accounts up to the maximum allowed under Internal Revenue Code (IRC) section 402(g). For the year ended December 31, 2014, the maximum allowed was $17,500. As allowed by the IRS, the limit on catch-up elective deferrals for participants age 50 and over was an additional $5,500 for the 2014 plan year. For the 2014 Plan year the Company made discretionary matching contributions equal to 50% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages. Previously the Company made discretionary matching contributions equal to 34% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages.

The Company's profit sharing contribution is allocated to the account of each active participant in the same proportion as such participant's total compensation bears to the aggregate compensation of all participants. During the year ended December 31, 2014, the Company's Board of Directors elected not to make a profit sharing contribution to the Plan.

The Plan accepts rollovers and direct transfers from other tax-qualified plans.

### (c) Participant Accounts

A separate account is maintained for each investment option of a participant. Earnings and losses of the Plan are allocated to each participant based upon the ratio of their account to the total of all participants' accounts. All allocations are made on a daily basis.

## (1) Description of the Plan - Continued

### (d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become 100% vested in the Company match and the Profit Sharing Plan contribution after three years of credited service.

### (e) Notes Receivable from Participants

Participants may borrow from their account a minimum of $1,000 with a maximum equal to the lesser of $50,000 or 50% of their vested account balance for hardship or financial necessity. Loan terms range from one to five years or a reasonable period of time for the purchase of a primary residence. Interest rates ranged from 4.25% to 8.25% as of December 31, 2014. Principal and interest are paid ratably through payroll deductions.

Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or 2013. If a participant ceases to make loan repayments, the loan balance is reduced and a benefit payment is recorded.

### (f) Payment of Benefits

In the event of the termination of employment with the Company, a participant shall be entitled to a lump sum benefit payment equal in value to the then vested interest in the participant's account as of the valuation date immediately preceding or concurring with the date of the termination of employment, and the remaining portion of the balance of the account, if any, shall be forfeited. Participants are also allowed to receive in service distributions upon reaching age 59-1/2. Benefits are recorded when paid.

### (g) Forfeitures

Effective January 1, 2012, the plan was amended so that forfeiture balances related to the profit sharing will no longer be allocated to participants' accounts. Instead they will be used to pay plan expenses and to reduce employer matching contributions. Forfeitures related to the discretionary matching contribution are used to reduce future employer contributions. Forfeitures available to pay plan expenses and for reduction of future employer contributions were approximately $2,000 and $1,000 at December 31, 2014 and 2013, respectively. During 2014, approximately $40,000 of forfeitures was used to pay for plan expenses and reduce employer contributions.

## (2) Summary of Significant Policies

### (a) Basis of Presentation

The financial statements of the Plan are presented on the accrual basis of accounting, except for participant benefits, which are recorded when paid.

### (b) Use of Estimates in the Financial Statements

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

### (c) Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end. Units of the Retirement Savings Trust are valued at net asset value at year end. Notes receivable from participants are valued at unpaid principal and accrued interest.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income.

### (d) Plan Expenses

Expenses incurred by the Plan for certain investment advisory, accounting and management fees are paid by the Plan. All other operating expenses of the Plan are paid by the Company.

### (e) Risks and Uncertainties

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

## (3) Plan Termination

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

## (4) Income Tax Status

Effective January 1, 2014, the Plan adopted a volume submitter plan, which received a determination letter dated March 31, 2008 in which the Internal Revenue Service stated that the plan, as then designed, constituted a qualified trust under Section 401(a) of the Internal Revenue Code and was thus exempt from federal income taxes under the provisions of Section 501(a).

The Plan has been amended since receiving the determination letter. However, the Plan administrator and management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

## (5) Information Certified by Vanguard (Unaudited)

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard, the trustee of the Plan, has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments at fair value and notes receivable from participants as of December 31, 2014 and 2013, as shown in the Statements of Net Assets Available for Benefits;
- Investment income and related investment activity for the year ended December 31, 2014, as shown in the Statement of Changes in Net Assets Available for Benefits;
- The Schedule of Assets (Held at End of Year) at December 31, 2014, as shown in the supplemental schedule.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

## (6) Investments

Investments which individually comprise greater than 5% of net assets available for benefits are as follows:

| | | 2014 | 2013 |
|---|---|---|---|
| Registered investment company: | | | |
| Vanguard LifeStrategy Moderate Growth Fund | $ | 7,059,540 | 7,036,510 |
| Vanguard 500 Index Fund Investor Shares | | 3,494,910 | 3,120,199 |
| Vanguard Target Retirement 2015 Fund | | 2,542,769 | 2,404,945 |
| T. Rowe Price Mid-Cap Growth Fund; Retail Class | | 2,327,966 | 2,115,865 |
| Vanguard Target Retirement 2025 Fund | | 1,659,909 | * |
| Vanguard Windsor II Fund Investor Shares | | * | 1,721,115 |
| Common/collective trust: | | | |
| Vanguard Retirement Savings Trust | | 2,053,364 | 2,783,997 |

* *This investment did not represent 5% or more of the Plan's net assets.*

## (7) Investment Contracts

Vanguard, the trustee, has identified Vanguard Retirement Savings Trust (Fund), a common collective trust in which the Plan invests, to be fully benefit-responsive. The Fund invests solely in the Vanguard Retirement Savings Trust Master Trust (Trust). The underlying investments of the Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by bond trusts and bond mutual funds. At December 31, 2014 and 2013, the Trust is stated at fair value with an adjustment to contract value in the accompanying statements of net assets available for benefits.

The average crediting interest rate for the Trust is determined quarterly based on the performance of the underlying investments. For the years ended December 31, 2014 and 2013, the crediting interest rate was 2.39% and 2.06%, respectively. The average yield earned by the Fund was 1.39% and 1.37% during the years ended December 31, 2014 and 2013, respectively.

The existence of certain conditions can limit the Trust's ability to transact at contract value with the issuer of its investment contracts. Specifically, any event outside the normal operation of the Trust that causes a withdrawal from an investment contract may result in a negative market value adjustment with respect to the withdrawal. Examples of such events include, but are not limited to, partial or complete termination of the Trust, tax disqualification of the Trust, and certain Trust amendments. As of December 31, 2014, the occurrence of an event outside the normal operation of the Trust that would cause a withdrawal from the investment contract is not considered probable.

In general, issuers may terminate the contract and settle at other than contract value if there is a change in the qualification status of a participant, the employer, or the Plan; a breach of material obligations under the contract and misrepresentation by the contract holder; or failure of the underlying portfolio to conform to the pre-established investment guidelines.

## (8) Parties-in-Interest

The Plan invests in shares of mutual funds managed by an affiliate of Vanguard. Vanguard acts as trustee for only those investments as defined by the Plan. During 2014, the Plan paid Vanguard approximately $30,000 for these services. Additionally, the Plan paid approximately $36,000 to Cap Trust Financial Advisors for investment advisory services. These transactions qualify as party-in-interest transactions, as defined in Section 3(14) of ERISA; they are expressly exempted from the prohibited transaction rules.

## (9) Fair Value Measurements

FASB Accounting Standards Codification Topic, *Fair Value Measurement* (ASC 820), establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2: Inputs to the valuation methodology include:

a) Quoted prices for similar assets or liabilities in active markets;

b) Quoted prices for identical or similar assets or liabilities in inactive markets;

c) Inputs other than quoted prices that are observable for the asset or liability;

d) Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value.

*Registered investment companies:* shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end.

*Common/collective trusts*: valued at fair value by the expected future cash flows for each contract discounted to present value.

## (9) Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014 and 2013 respectively:

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2014 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 2,640,172 | 586,808 | 2,053,364 | - |
| Bond funds | 1,023,152 | 1,023,152 | - | - |
| Balanced funds (stocks and bonds) | 16,061,569 | 16,061,569 | - | - |
| Domestic stocks funds | 9,166,643 | 9,166,643 | - | - |
| International stock funds | 1,031,636 | 1,031,636 | - | - |
| | $ 29,923,172 | 27,869,808 | 2,053,364 | - |

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2013 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 3,444,392 | 660,395 | 2,783,997 | - |
| Bond funds | 970,427 | 970,427 | - | - |
| Balanced funds (stocks and bonds) | 15,194,720 | 15,194,720 | - | - |
| Domestic stocks funds | 8,895,059 | 8,895,059 | - | - |
| International stock funds | 1,030,073 | 1,030,073 | - | - |
| | $ 29,534,671 | 26,750,674 | 2,783,997 | - |

## (10) Subsequent Events

The Plan's management has evaluated events and transactions for potential recognition or disclosure in the financial statements through July 30, 2015, the date which the financial statements were available to be issued.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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

**Employer Identification Number (EIN): 34-1010088**
**Plan Number: 001**

**December 31, 2014**

| (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value, if Applicable | (e) Current Value |
|---|---|---|---|
| * | Allianz NFJ International Value Fund; Institutional Class | Registered Investment Company | $ 6,336 |
| * | American Beacon Small Cap Value; Institutional Shares | Registered Investment Company | 240,735 |
| * | American Funds EuroPacific Growth Fund; Class R-6 | Registered Investment Company | 421,978 |
| * | Lord Abbett Short Duration Income Fund; Class I | Registered Investment Company | 14,662 |
| * | T. Rowe Price Mid-Cap Growth Fund; Retail Class | Registered Investment Company | 2,327,966 |
| * | Vanguard 500 Index Fund Investor Shares | Registered Investment Company | 3,494,910 |
| * | Vanguard Explorer Fund Investor Shares | Registered Investment Company | 251,641 |
| * | Vanguard Global Equity Fund | Registered Investment Company | 603,322 |
| * | Vanguard LifeStrategy Moderate Growth Fund | Registered Investment Company | 7,059,540 |
| * | Vanguard Prime Money Market Fund | Registered Investment Company | 586,808 |
| * | Vanguard Selected Value Fund | Registered Investment Company | 935,110 |
| * | Vanguard Target Retirement 2010 Fund | Registered Investment Company | 69,170 |
| * | Vanguard Target Retirement 2015 Fund | Registered Investment Company | 2,542,769 |
| * | Vanguard Target Retirement 2020 Fund | Registered Investment Company | 896,674 |
| * | Vanguard Target Retirement 2025 Fund | Registered Investment Company | 1,659,909 |
| * | Vanguard Target Retirement 2030 Fund | Registered Investment Company | 1,238,066 |
| * | Vanguard Target Retirement 2035 Fund | Registered Investment Company | 840,258 |
| * | Vanguard Target Retirement 2040 Fund | Registered Investment Company | 852,393 |
| * | Vanguard Target Retirement 2045 Fund | Registered Investment Company | 185,958 |
| * | Vanguard Target Retirement 2050 Fund | Registered Investment Company | 142,808 |
| * | Vanguard Target Retirement 2055 Fund | Registered Investment Company | 22,185 |
| * | Vanguard Target Retirement 2060 Fund | Registered Investment Company | 1,009 |
| * | Vanguard Target Retirement Income | Registered Investment Company | 550,830 |
| * | Vanguard Total Bond Market Index Fund Investor Shares | Registered Investment Company | 1,008,490 |
| * | Vanguard U.S. Growth Fund Investor Shares | Registered Investment Company | 446,287 |
| * | Vanguard Windsor II Fund Investor Shares | Registered Investment Company | 1,469,994 |
| * | Vanguard Retirement Savings Trust | Common/Collective Trust | 2,053,364 |
| * | Participant Loans | 4.25% - 8.25% | 952,202 |
| | Total assets held for investment purposes at fair value | | $ 30,875,374 |

** Parties-in-interest*

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Financial Statements**
**and**
**Supplemental Schedule**

**December 31, 2014 and 2013**
**(With Independent Auditor's Report Thereon)**

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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Mayer Hoffman McCann P.C.
An Independent CPA Firm

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Main: 727.572.1400 ■ Fax: 727.571.1933 ■ www.mhm-pc.com

# Independent Auditor's Report

To the Plan Administrator of
McNichols Company Profit Sharing and 401(k) Plan:

## Report on the Financial Statements

We were engaged to audit the accompanying financial statements of McNichols Company Profit Sharing and 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, 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 misstatements, 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 5, which was certified by Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from Vanguard as of December 31, 2014 and 2013 and for the year ended December 31, 2014, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

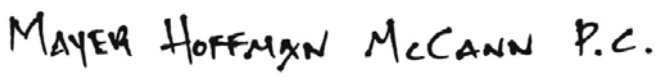
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

**Other Matter**

The supplemental Schedule of Assets (Held at End of Year) is required by the Department of Labor's 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 the supplemental schedule referred to above.

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

The form and content of the information 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.




July 30, 2015
Clearwater, Florida

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statements of Net Assets Available for Benefits**

**December 31, 2014 and 2013**

| Assets | 2014 | 2013 |
|---|---|---|
| Investments (at fair value): | | |
| Registered investment companies | $ 27,869,808 | 26,750,674 |
| Common collective trusts | 2,053,364 | 2,783,997 |
| Total investments at fair value | 29,923,172 | 29,534,671 |
| Receivables: | | |
| Notes receivable from participants | 952,202 | 866,321 |
| Employer contributions | 17,394 | 10,360 |
| Participant contributions | 45,796 | 41,597 |
| Total receivables | 1,015,392 | 918,278 |
| Net assets available for benefits at fair value | 30,938,564 | 30,452,949 |
| Adjustment from fair value to contract value relating to fully benefit-responsive investment contract | (59,368) | (75,482) |
| Net assets available for benefits | $ 30,879,196 | 30,377,467 |

See accompanying independent auditor's report and notes to financial statements.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statement of Changes in Net Assets Available for Benefits**

**Year Ended December 31, 2014**

| | | |
|---|---|---|
| Additions to net assets: | | |
| Investment income: | | |
| Interest income from notes receivable from participants | $ | 35,071 |
| Dividends and interest income from investments | | 971,814 |
| Realized and unrealized appreciation of registered investment companies | | 1,098,136 |
| Realized and unrealized appreciation of common collective trusts | | 44,595 |
| | | 2,149,616 |
| Contributions: | | |
| Employer | | 383,474 |
| Participant | | 1,097,859 |
| Rollover | | 346,043 |
| | | 1,827,376 |
| Investment income and contributions | | 3,976,992 |
| Deductions from net assets: | | |
| Benefit payments | | 3,371,921 |
| Plan expenses | | 103,342 |
| Total deductions | | 3,475,263 |
| Net increase | | 501,729 |
| Net assets available for benefits: | | |
| Beginning of year | | 30,377,467 |
| End of year | $ | 30,879,196 |

See accompanying independent auditor's report and notes to financial statements.

## (1) Description of the Plan

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The Plan is a defined contribution plan adopted September 30, 1967 that covers eligible employees of McNichols Company (Company or Plan Administrator). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was amended January 1, 2008 to adopt certain provisions of the Economic Growth and Tax Relief Reconciliation Act of 2001 (EGTRRA). Vanguard Fiduciary Trust Company (Vanguard), the trustee, is responsible for maintaining the investments of the Plan and reporting on the earnings and investments of the Plan.

### (b) Contributions

The Plan includes a 401(k) benefit to allow employees who have completed one hour of service to contribute amounts to their accounts up to the maximum allowed under Internal Revenue Code (IRC) section 402(g). For the year ended December 31, 2014, the maximum allowed was $17,500. As allowed by the IRS, the limit on catch-up elective deferrals for participants age 50 and over was an additional $5,500 for the 2014 plan year. For the 2014 Plan year the Company made discretionary matching contributions equal to 50% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages. Previously the Company made discretionary matching contributions equal to 34% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages.

The Company's profit sharing contribution is allocated to the account of each active participant in the same proportion as such participant's total compensation bears to the aggregate compensation of all participants. During the year ended December 31, 2014, the Company's Board of Directors elected not to make a profit sharing contribution to the Plan.

The Plan accepts rollovers and direct transfers from other tax-qualified plans.

### (c) Participant Accounts

A separate account is maintained for each investment option of a participant. Earnings and losses of the Plan are allocated to each participant based upon the ratio of their account to the total of all participants' accounts. All allocations are made on a daily basis.

## (1) Description of the Plan - Continued

### (d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become 100% vested in the Company match and the Profit Sharing Plan contribution after three years of credited service.

### (e) Notes Receivable from Participants

Participants may borrow from their account a minimum of $1,000 with a maximum equal to the lesser of $50,000 or 50% of their vested account balance for hardship or financial necessity. Loan terms range from one to five years or a reasonable period of time for the purchase of a primary residence. Interest rates ranged from 4.25% to 8.25% as of December 31, 2014. Principal and interest are paid ratably through payroll deductions.

Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or 2013. If a participant ceases to make loan repayments, the loan balance is reduced and a benefit payment is recorded.

### (f) Payment of Benefits

In the event of the termination of employment with the Company, a participant shall be entitled to a lump sum benefit payment equal in value to the then vested interest in the participant's account as of the valuation date immediately preceding or concurring with the date of the termination of employment, and the remaining portion of the balance of the account, if any, shall be forfeited. Participants are also allowed to receive in service distributions upon reaching age 59-1/2. Benefits are recorded when paid.

### (g) Forfeitures

Effective January 1, 2012, the plan was amended so that forfeiture balances related to the profit sharing will no longer be allocated to participants' accounts. Instead they will be used to pay plan expenses and to reduce employer matching contributions. Forfeitures related to the discretionary matching contribution are used to reduce future employer contributions. Forfeitures available to pay plan expenses and for reduction of future employer contributions were approximately $2,000 and $1,000 at December 31, 2014 and 2013, respectively. During 2014, approximately $40,000 of forfeitures was used to pay for plan expenses and reduce employer contributions.

## (2) Summary of Significant Policies

### (a) Basis of Presentation

The financial statements of the Plan are presented on the accrual basis of accounting, except for participant benefits, which are recorded when paid.

### (b) Use of Estimates in the Financial Statements

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

### (c) Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end. Units of the Retirement Savings Trust are valued at net asset value at year end. Notes receivable from participants are valued at unpaid principal and accrued interest.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income.

### (d) Plan Expenses

Expenses incurred by the Plan for certain investment advisory, accounting and management fees are paid by the Plan. All other operating expenses of the Plan are paid by the Company.

### (e) Risks and Uncertainties

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

## (3) Plan Termination

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

## (4) Income Tax Status

Effective January 1, 2014, the Plan adopted a volume submitter plan, which received a determination letter dated March 31, 2008 in which the Internal Revenue Service stated that the plan, as then designed, constituted a qualified trust under Section 401(a) of the Internal Revenue Code and was thus exempt from federal income taxes under the provisions of Section 501(a).

The Plan has been amended since receiving the determination letter. However, the Plan administrator and management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

## (5) Information Certified by Vanguard (Unaudited)

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard, the trustee of the Plan, has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments at fair value and notes receivable from participants as of December 31, 2014 and 2013, as shown in the Statements of Net Assets Available for Benefits;
- Investment income and related investment activity for the year ended December 31, 2014, as shown in the Statement of Changes in Net Assets Available for Benefits;
- The Schedule of Assets (Held at End of Year) at December 31, 2014, as shown in the supplemental schedule.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

## (6) Investments

Investments which individually comprise greater than 5% of net assets available for benefits are as follows:

| | | 2014 | 2013 |
|---|---|---|---|
| Registered investment company: | | | |
| Vanguard LifeStrategy Moderate Growth Fund | $ | 7,059,540 | 7,036,510 |
| Vanguard 500 Index Fund Investor Shares | | 3,494,910 | 3,120,199 |
| Vanguard Target Retirement 2015 Fund | | 2,542,769 | 2,404,945 |
| T. Rowe Price Mid-Cap Growth Fund; Retail Class | | 2,327,966 | 2,115,865 |
| Vanguard Target Retirement 2025 Fund | | 1,659,909 | * |
| Vanguard Windsor II Fund Investor Shares | | * | 1,721,115 |
| Common/collective trust: | | | |
| Vanguard Retirement Savings Trust | | 2,053,364 | 2,783,997 |

* *This investment did not represent 5% or more of the Plan's net assets.*

## (7) Investment Contracts

Vanguard, the trustee, has identified Vanguard Retirement Savings Trust (Fund), a common collective trust in which the Plan invests, to be fully benefit-responsive. The Fund invests solely in the Vanguard Retirement Savings Trust Master Trust (Trust). The underlying investments of the Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by bond trusts and bond mutual funds. At December 31, 2014 and 2013, the Trust is stated at fair value with an adjustment to contract value in the accompanying statements of net assets available for benefits.

The average crediting interest rate for the Trust is determined quarterly based on the performance of the underlying investments. For the years ended December 31, 2014 and 2013, the crediting interest rate was 2.39% and 2.06%, respectively. The average yield earned by the Fund was 1.39% and 1.37% during the years ended December 31, 2014 and 2013, respectively.

The existence of certain conditions can limit the Trust's ability to transact at contract value with the issuer of its investment contracts. Specifically, any event outside the normal operation of the Trust that causes a withdrawal from an investment contract may result in a negative market value adjustment with respect to the withdrawal. Examples of such events include, but are not limited to, partial or complete termination of the Trust, tax disqualification of the Trust, and certain Trust amendments. As of December 31, 2014, the occurrence of an event outside the normal operation of the Trust that would cause a withdrawal from the investment contract is not considered probable.

In general, issuers may terminate the contract and settle at other than contract value if there is a change in the qualification status of a participant, the employer, or the Plan; a breach of material obligations under the contract and misrepresentation by the contract holder; or failure of the underlying portfolio to conform to the pre-established investment guidelines.

## (8) Parties-in-Interest

The Plan invests in shares of mutual funds managed by an affiliate of Vanguard. Vanguard acts as trustee for only those investments as defined by the Plan. During 2014, the Plan paid Vanguard approximately $30,000 for these services. Additionally, the Plan paid approximately $36,000 to Cap Trust Financial Advisors for investment advisory services. These transactions qualify as party-in-interest transactions, as defined in Section 3(14) of ERISA; they are expressly exempted from the prohibited transaction rules.

## (9) Fair Value Measurements

FASB Accounting Standards Codification Topic, *Fair Value Measurement* (ASC 820), establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2: Inputs to the valuation methodology include:

a) Quoted prices for similar assets or liabilities in active markets;

b) Quoted prices for identical or similar assets or liabilities in inactive markets;

c) Inputs other than quoted prices that are observable for the asset or liability;

d) Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value.

*Registered investment companies:* shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end.

*Common/collective trusts*: valued at fair value by the expected future cash flows for each contract discounted to present value.

## (9) Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014 and 2013 respectively:

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2014 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 2,640,172 | 586,808 | 2,053,364 | - |
| Bond funds | 1,023,152 | 1,023,152 | - | - |
| Balanced funds (stocks and bonds) | 16,061,569 | 16,061,569 | - | - |
| Domestic stocks funds | 9,166,643 | 9,166,643 | - | - |
| International stock funds | 1,031,636 | 1,031,636 | - | - |
| | $ 29,923,172 | 27,869,808 | 2,053,364 | - |

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2013 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 3,444,392 | 660,395 | 2,783,997 | - |
| Bond funds | 970,427 | 970,427 | - | - |
| Balanced funds (stocks and bonds) | 15,194,720 | 15,194,720 | - | - |
| Domestic stocks funds | 8,895,059 | 8,895,059 | - | - |
| International stock funds | 1,030,073 | 1,030,073 | - | - |
| | $ 29,534,671 | 26,750,674 | 2,783,997 | - |

## (10) Subsequent Events

The Plan's management has evaluated events and transactions for potential recognition or disclosure in the financial statements through July 30, 2015, the date which the financial statements were available to be issued.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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

**Employer Identification Number (EIN): 34-1010088**
**Plan Number: 001**

**December 31, 2014**

| (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value, if Applicable | (e) Current Value |
|---|---|---|---|
| * | Allianz NFJ International Value Fund; Institutional Class | Registered Investment Company | $ 6,336 |
| * | American Beacon Small Cap Value; Institutional Shares | Registered Investment Company | 240,735 |
| * | American Funds EuroPacific Growth Fund; Class R-6 | Registered Investment Company | 421,978 |
| * | Lord Abbett Short Duration Income Fund; Class I | Registered Investment Company | 14,662 |
| * | T. Rowe Price Mid-Cap Growth Fund; Retail Class | Registered Investment Company | 2,327,966 |
| * | Vanguard 500 Index Fund Investor Shares | Registered Investment Company | 3,494,910 |
| * | Vanguard Explorer Fund Investor Shares | Registered Investment Company | 251,641 |
| * | Vanguard Global Equity Fund | Registered Investment Company | 603,322 |
| * | Vanguard LifeStrategy Moderate Growth Fund | Registered Investment Company | 7,059,540 |
| * | Vanguard Prime Money Market Fund | Registered Investment Company | 586,808 |
| * | Vanguard Selected Value Fund | Registered Investment Company | 935,110 |
| * | Vanguard Target Retirement 2010 Fund | Registered Investment Company | 69,170 |
| * | Vanguard Target Retirement 2015 Fund | Registered Investment Company | 2,542,769 |
| * | Vanguard Target Retirement 2020 Fund | Registered Investment Company | 896,674 |
| * | Vanguard Target Retirement 2025 Fund | Registered Investment Company | 1,659,909 |
| * | Vanguard Target Retirement 2030 Fund | Registered Investment Company | 1,238,066 |
| * | Vanguard Target Retirement 2035 Fund | Registered Investment Company | 840,258 |
| * | Vanguard Target Retirement 2040 Fund | Registered Investment Company | 852,393 |
| * | Vanguard Target Retirement 2045 Fund | Registered Investment Company | 185,958 |
| * | Vanguard Target Retirement 2050 Fund | Registered Investment Company | 142,808 |
| * | Vanguard Target Retirement 2055 Fund | Registered Investment Company | 22,185 |
| * | Vanguard Target Retirement 2060 Fund | Registered Investment Company | 1,009 |
| * | Vanguard Target Retirement Income | Registered Investment Company | 550,830 |
| * | Vanguard Total Bond Market Index Fund Investor Shares | Registered Investment Company | 1,008,490 |
| * | Vanguard U.S. Growth Fund Investor Shares | Registered Investment Company | 446,287 |
| * | Vanguard Windsor II Fund Investor Shares | Registered Investment Company | 1,469,994 |
| * | Vanguard Retirement Savings Trust | Common/Collective Trust | 2,053,364 |
| * | Participant Loans | 4.25% - 8.25% | 952,202 |
| | Total assets held for investment purposes at fair value | | $ 30,875,374 |

** Parties-in-interest*

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Financial Statements**
**and**
**Supplemental Schedule**

**December 31, 2014 and 2013**
**(With Independent Auditor's Report Thereon)**

**McNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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Mayer Hoffman McCann P.C.
An Independent CPA Firm

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Main: 727.572.1400 ■ Fax: 727.571.1933 ■ www.mhm-pc.com

# Independent Auditor's Report

To the Plan Administrator of
McNichols Company Profit Sharing and 401(k) Plan:

## Report on the Financial Statements

We were engaged to audit the accompanying financial statements of McNichols Company Profit Sharing and 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, 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 misstatements, 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 5, which was certified by Vanguard Fiduciary Trust Company (Vanguard), the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from Vanguard as of December 31, 2014 and 2013 and for the year ended December 31, 2014, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

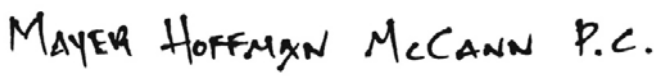
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

**Other Matter**

The supplemental Schedule of Assets (Held at End of Year) is required by the Department of Labor's 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 the supplemental schedule referred to above.

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

The form and content of the information 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.




July 30, 2015
Clearwater, Florida

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statements of Net Assets Available for Benefits**

**December 31, 2014 and 2013**

| Assets | 2014 | 2013 |
|---|---|---|
| Investments (at fair value): | | |
| Registered investment companies | $ 27,869,808 | 26,750,674 |
| Common collective trusts | 2,053,364 | 2,783,997 |
| Total investments at fair value | 29,923,172 | 29,534,671 |
| Receivables: | | |
| Notes receivable from participants | 952,202 | 866,321 |
| Employer contributions | 17,394 | 10,360 |
| Participant contributions | 45,796 | 41,597 |
| Total receivables | 1,015,392 | 918,278 |
| Net assets available for benefits at fair value | 30,938,564 | 30,452,949 |
| Adjustment from fair value to contract value relating to fully benefit-responsive investment contract | (59,368) | (75,482) |
| Net assets available for benefits | $ 30,879,196 | 30,377,467 |

See accompanying independent auditor's report and notes to financial statements.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

**Statement of Changes in Net Assets Available for Benefits**

**Year Ended December 31, 2014**

| | | |
|---|---|---|
| Additions to net assets: | | |
| Investment income: | | |
| Interest income from notes receivable from participants | $ | 35,071 |
| Dividends and interest income from investments | | 971,814 |
| Realized and unrealized appreciation of registered investment companies | | 1,098,136 |
| Realized and unrealized appreciation of common collective trusts | | 44,595 |
| | | 2,149,616 |
| Contributions: | | |
| Employer | | 383,474 |
| Participant | | 1,097,859 |
| Rollover | | 346,043 |
| | | 1,827,376 |
| Investment income and contributions | | 3,976,992 |
| Deductions from net assets: | | |
| Benefit payments | | 3,371,921 |
| Plan expenses | | 103,342 |
| Total deductions | | 3,475,263 |
| Net increase | | 501,729 |
| Net assets available for benefits: | | |
| Beginning of year | | 30,377,467 |
| End of year | $ | 30,879,196 |

See accompanying independent auditor's report and notes to financial statements.

## (1) Description of the Plan

The following description of the McNichols Company Profit Sharing and 401(k) Plan (Plan) is provided for general information purposes only. Participants should refer to the Summary Plan Description for more complete information.

### (a) General

The Plan is a defined contribution plan adopted September 30, 1967 that covers eligible employees of McNichols Company (Company or Plan Administrator). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was amended January 1, 2008 to adopt certain provisions of the Economic Growth and Tax Relief Reconciliation Act of 2001 (EGTRRA). Vanguard Fiduciary Trust Company (Vanguard), the trustee, is responsible for maintaining the investments of the Plan and reporting on the earnings and investments of the Plan.

### (b) Contributions

The Plan includes a 401(k) benefit to allow employees who have completed one hour of service to contribute amounts to their accounts up to the maximum allowed under Internal Revenue Code (IRC) section 402(g). For the year ended December 31, 2014, the maximum allowed was $17,500. As allowed by the IRS, the limit on catch-up elective deferrals for participants age 50 and over was an additional $5,500 for the 2014 plan year. For the 2014 Plan year the Company made discretionary matching contributions equal to 50% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages. Previously the Company made discretionary matching contributions equal to 34% of the employee's 401(k) contribution up to a maximum of 6% of the employee's wages.

The Company's profit sharing contribution is allocated to the account of each active participant in the same proportion as such participant's total compensation bears to the aggregate compensation of all participants. During the year ended December 31, 2014, the Company's Board of Directors elected not to make a profit sharing contribution to the Plan.

The Plan accepts rollovers and direct transfers from other tax-qualified plans.

### (c) Participant Accounts

A separate account is maintained for each investment option of a participant. Earnings and losses of the Plan are allocated to each participant based upon the ratio of their account to the total of all participants' accounts. All allocations are made on a daily basis.

## (1) Description of the Plan - Continued

### (d) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants become 100% vested in the Company match and the Profit Sharing Plan contribution after three years of credited service.

### (e) Notes Receivable from Participants

Participants may borrow from their account a minimum of $1,000 with a maximum equal to the lesser of $50,000 or 50% of their vested account balance for hardship or financial necessity. Loan terms range from one to five years or a reasonable period of time for the purchase of a primary residence. Interest rates ranged from 4.25% to 8.25% as of December 31, 2014. Principal and interest are paid ratably through payroll deductions.

Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or 2013. If a participant ceases to make loan repayments, the loan balance is reduced and a benefit payment is recorded.

### (f) Payment of Benefits

In the event of the termination of employment with the Company, a participant shall be entitled to a lump sum benefit payment equal in value to the then vested interest in the participant's account as of the valuation date immediately preceding or concurring with the date of the termination of employment, and the remaining portion of the balance of the account, if any, shall be forfeited. Participants are also allowed to receive in service distributions upon reaching age 59-1/2. Benefits are recorded when paid.

### (g) Forfeitures

Effective January 1, 2012, the plan was amended so that forfeiture balances related to the profit sharing will no longer be allocated to participants' accounts. Instead they will be used to pay plan expenses and to reduce employer matching contributions. Forfeitures related to the discretionary matching contribution are used to reduce future employer contributions. Forfeitures available to pay plan expenses and for reduction of future employer contributions were approximately $2,000 and $1,000 at December 31, 2014 and 2013, respectively. During 2014, approximately $40,000 of forfeitures was used to pay for plan expenses and reduce employer contributions.

## (2) Summary of Significant Policies

### (a) Basis of Presentation

The financial statements of the Plan are presented on the accrual basis of accounting, except for participant benefits, which are recorded when paid.

### (b) Use of Estimates in the Financial Statements

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

### (c) Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end. Units of the Retirement Savings Trust are valued at net asset value at year end. Notes receivable from participants are valued at unpaid principal and accrued interest.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gain distributions are included in dividend income.

### (d) Plan Expenses

Expenses incurred by the Plan for certain investment advisory, accounting and management fees are paid by the Plan. All other operating expenses of the Plan are paid by the Company.

### (e) Risks and Uncertainties

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

## (3) Plan Termination

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

## (4) Income Tax Status

Effective January 1, 2014, the Plan adopted a volume submitter plan, which received a determination letter dated March 31, 2008 in which the Internal Revenue Service stated that the plan, as then designed, constituted a qualified trust under Section 401(a) of the Internal Revenue Code and was thus exempt from federal income taxes under the provisions of Section 501(a).

The Plan has been amended since receiving the determination letter. However, the Plan administrator and management believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

## (5) Information Certified by Vanguard (Unaudited)

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Vanguard, the trustee of the Plan, has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments at fair value and notes receivable from participants as of December 31, 2014 and 2013, as shown in the Statements of Net Assets Available for Benefits;
- Investment income and related investment activity for the year ended December 31, 2014, as shown in the Statement of Changes in Net Assets Available for Benefits;
- The Schedule of Assets (Held at End of Year) at December 31, 2014, as shown in the supplemental schedule.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

## (6) Investments

Investments which individually comprise greater than 5% of net assets available for benefits are as follows:

| | | 2014 | 2013 |
|---|---|---|---|
| Registered investment company: | | | |
| Vanguard LifeStrategy Moderate Growth Fund | $ | 7,059,540 | 7,036,510 |
| Vanguard 500 Index Fund Investor Shares | | 3,494,910 | 3,120,199 |
| Vanguard Target Retirement 2015 Fund | | 2,542,769 | 2,404,945 |
| T. Rowe Price Mid-Cap Growth Fund; Retail Class | | 2,327,966 | 2,115,865 |
| Vanguard Target Retirement 2025 Fund | | 1,659,909 | * |
| Vanguard Windsor II Fund Investor Shares | | * | 1,721,115 |
| Common/collective trust: | | | |
| Vanguard Retirement Savings Trust | | 2,053,364 | 2,783,997 |

* *This investment did not represent 5% or more of the Plan's net assets.*

## (7) Investment Contracts

Vanguard, the trustee, has identified Vanguard Retirement Savings Trust (Fund), a common collective trust in which the Plan invests, to be fully benefit-responsive. The Fund invests solely in the Vanguard Retirement Savings Trust Master Trust (Trust). The underlying investments of the Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by bond trusts and bond mutual funds. At December 31, 2014 and 2013, the Trust is stated at fair value with an adjustment to contract value in the accompanying statements of net assets available for benefits.

The average crediting interest rate for the Trust is determined quarterly based on the performance of the underlying investments. For the years ended December 31, 2014 and 2013, the crediting interest rate was 2.39% and 2.06%, respectively. The average yield earned by the Fund was 1.39% and 1.37% during the years ended December 31, 2014 and 2013, respectively.

The existence of certain conditions can limit the Trust's ability to transact at contract value with the issuer of its investment contracts. Specifically, any event outside the normal operation of the Trust that causes a withdrawal from an investment contract may result in a negative market value adjustment with respect to the withdrawal. Examples of such events include, but are not limited to, partial or complete termination of the Trust, tax disqualification of the Trust, and certain Trust amendments. As of December 31, 2014, the occurrence of an event outside the normal operation of the Trust that would cause a withdrawal from the investment contract is not considered probable.

In general, issuers may terminate the contract and settle at other than contract value if there is a change in the qualification status of a participant, the employer, or the Plan; a breach of material obligations under the contract and misrepresentation by the contract holder; or failure of the underlying portfolio to conform to the pre-established investment guidelines.

## (8) Parties-in-Interest

The Plan invests in shares of mutual funds managed by an affiliate of Vanguard. Vanguard acts as trustee for only those investments as defined by the Plan. During 2014, the Plan paid Vanguard approximately $30,000 for these services. Additionally, the Plan paid approximately $36,000 to Cap Trust Financial Advisors for investment advisory services. These transactions qualify as party-in-interest transactions, as defined in Section 3(14) of ERISA; they are expressly exempted from the prohibited transaction rules.

## (9) Fair Value Measurements

FASB Accounting Standards Codification Topic, *Fair Value Measurement* (ASC 820), establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2: Inputs to the valuation methodology include:

a) Quoted prices for similar assets or liabilities in active markets;

b) Quoted prices for identical or similar assets or liabilities in inactive markets;

c) Inputs other than quoted prices that are observable for the asset or liability;

d) Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value.

*Registered investment companies:* shares of registered investment companies are valued at quoted market prices which represent the net asset value of shares held by the Plan at year end.

*Common/collective trusts*: valued at fair value by the expected future cash flows for each contract discounted to present value.

## (9) Fair Value Measurements - Continued

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014 and 2013 respectively:

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2014 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 2,640,172 | 586,808 | 2,053,364 | - |
| Bond funds | 1,023,152 | 1,023,152 | - | - |
| Balanced funds (stocks and bonds) | 16,061,569 | 16,061,569 | - | - |
| Domestic stocks funds | 9,166,643 | 9,166,643 | - | - |
| International stock funds | 1,031,636 | 1,031,636 | - | - |
| | $ 29,923,172 | 27,869,808 | 2,053,364 | - |

| | | Fair Value Measurements at Reporting Date Using | | |
|---|---|---|---|---|
| Description | Assets Measured at Fair Value at December 31, 2013 | Quoted Prices in Active Markets (Level 1) | Significant Other Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| Short term reserves | $ 3,444,392 | 660,395 | 2,783,997 | - |
| Bond funds | 970,427 | 970,427 | - | - |
| Balanced funds (stocks and bonds) | 15,194,720 | 15,194,720 | - | - |
| Domestic stocks funds | 8,895,059 | 8,895,059 | - | - |
| International stock funds | 1,030,073 | 1,030,073 | - | - |
| | $ 29,534,671 | 26,750,674 | 2,783,997 | - |

## (10) Subsequent Events

The Plan's management has evaluated events and transactions for potential recognition or disclosure in the financial statements through July 30, 2015, the date which the financial statements were available to be issued.

**MCNICHOLS COMPANY PROFIT SHARING AND 401(K) PLAN**

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

**Employer Identification Number (EIN): 34-1010088**
**Plan Number: 001**

**December 31, 2014**

| (a) | (b) Identity of Issue, Borrower, Lessor or Similar Party | (c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value, if Applicable | (e) Current Value |
|---|---|---|---|
| * | Allianz NFJ International Value Fund; Institutional Class | Registered Investment Company | $ 6,336 |
| * | American Beacon Small Cap Value; Institutional Shares | Registered Investment Company | 240,735 |
| * | American Funds EuroPacific Growth Fund; Class R-6 | Registered Investment Company | 421,978 |
| * | Lord Abbett Short Duration Income Fund; Class I | Registered Investment Company | 14,662 |
| * | T. Rowe Price Mid-Cap Growth Fund; Retail Class | Registered Investment Company | 2,327,966 |
| * | Vanguard 500 Index Fund Investor Shares | Registered Investment Company | 3,494,910 |
| * | Vanguard Explorer Fund Investor Shares | Registered Investment Company | 251,641 |
| * | Vanguard Global Equity Fund | Registered Investment Company | 603,322 |
| * | Vanguard LifeStrategy Moderate Growth Fund | Registered Investment Company | 7,059,540 |
| * | Vanguard Prime Money Market Fund | Registered Investment Company | 586,808 |
| * | Vanguard Selected Value Fund | Registered Investment Company | 935,110 |
| * | Vanguard Target Retirement 2010 Fund | Registered Investment Company | 69,170 |
| * | Vanguard Target Retirement 2015 Fund | Registered Investment Company | 2,542,769 |
| * | Vanguard Target Retirement 2020 Fund | Registered Investment Company | 896,674 |
| * | Vanguard Target Retirement 2025 Fund | Registered Investment Company | 1,659,909 |
| * | Vanguard Target Retirement 2030 Fund | Registered Investment Company | 1,238,066 |
| * | Vanguard Target Retirement 2035 Fund | Registered Investment Company | 840,258 |
| * | Vanguard Target Retirement 2040 Fund | Registered Investment Company | 852,393 |
| * | Vanguard Target Retirement 2045 Fund | Registered Investment Company | 185,958 |
| * | Vanguard Target Retirement 2050 Fund | Registered Investment Company | 142,808 |
| * | Vanguard Target Retirement 2055 Fund | Registered Investment Company | 22,185 |
| * | Vanguard Target Retirement 2060 Fund | Registered Investment Company | 1,009 |
| * | Vanguard Target Retirement Income | Registered Investment Company | 550,830 |
| * | Vanguard Total Bond Market Index Fund Investor Shares | Registered Investment Company | 1,008,490 |
| * | Vanguard U.S. Growth Fund Investor Shares | Registered Investment Company | 446,287 |
| * | Vanguard Windsor II Fund Investor Shares | Registered Investment Company | 1,469,994 |
| * | Vanguard Retirement Savings Trust | Common/Collective Trust | 2,053,364 |
| * | Participant Loans | 4.25% - 8.25% | 952,202 |
| | Total assets held for investment purposes at fair value | | $ 30,875,374 |

** Parties-in-interest*