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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1989

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)
CEC ENTERTAINMENT CONCEPTS, LP

1707 MARKET PLACE BLVD
SUITE 200
IRVING, TX 75063

2b Employer Identification Number (EIN)
42-1563011

2c Plan Sponsor's telephone number
972-258-8507

2d Business code (see instructions)
713100

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2015	MIKE CANTER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)

Preparer's telephone number (optional)

3a	Plan administrator's name and address [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**	1290
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)**	1109
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	6805
b	Retired or separated participants receiving benefits	**6b**	3
c	Other retired or separated participants entitled to future benefits	**6c**	273
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	7081
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	7081
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1212
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2H 2J 2K 2T 3D 3I

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)	[X] Insurance	**(1)**	[X] 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)** [X] 1 **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 A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
CEC ENTERTAINMENT CONCEPTS, LP

D Employer Identification Number (EIN)
42-1563011

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

1 Coverage Information:

(a) Name of insurance carrier

PRUDENTIAL RETIREMENT INSURANCE & ANNUITY CO

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
06-1050034	93629	37451-001	0	01/01/2014	12/31/2014

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

(a) Total amount of commissions paid	**(b)** Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

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

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	
0	0		

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	0
5	Current value of plan's interest under this contract in separate accounts at year end	5	0

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	0
c	Premiums due but unpaid at the end of the year	6c	0
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	6d	0

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☒ other ▶ GUARANTEED GENERAL ACCOUNT CONTRACT

b	Balance at the end of the previous year			7b	6302923
c	Additions: (1) Contributions deposited during the year	7c(1)	513609		
	(2) Dividends and credits	7c(2)	0		
	(3) Interest credited during the year	7c(3)	96394		
	(4) Transferred from separate account	7c(4)	599763		
	(5) Other (specify below)	7c(5)	1447417		
	▶				
	(6) Total additions			7c(6)	2657183
d	Total of balance and additions (add lines **7b** and **7c(6)**).			7d	8960106
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	8011090		
	(2) Administration charge made by carrier	7e(2)	1381		
	(3) Transferred to separate account	7e(3)	420551		
	(4) Other (specify below)	7e(4)	527084		
	▶				
	(5) Total deductions			7e(5)	8960106
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	0

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	0
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	0
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	0
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE A INFORMATION

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
CEC ENTERTAINMENT CONCEPTS, LP

D Employer Identification Number (EIN)
42-1563011

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	11691	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
ABF LG CAP VAL INST - STATE STREET 225 FRANKLIN STREET BOSTON, MA 02111	0.04%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF EUROPAC GROWTH R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2010 R5 - AMERICAN FU 95-2566717	0.05%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2015 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2020 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2025 R5 - AMERICAN FU 95-2566717	0.05%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2030 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2035 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2040 R5 - AMERICAN FU 95-2566717	0.05%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2045 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2050 R5 - AMERICAN FU 95-2566717	0.05%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
AF TRGT DATE 2055 R5 - AMERICAN FU 95-2566717	0.05%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
ASTON/F MID CAP I - BNY MELLON INV P.O. BOX 9793 PROVIDENCE, RI 02940	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DEUT ALT ASSET IS - DEAWM SERVICE 210 W. 10TH STREET KANSAS CITY, MO 64105	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
GLENMEDE LG CAP CORE - STATE STREE 04-0025081	0.40%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
HODGES SMALL CAP IS - US BANCORP F 39-0281260	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
LOOMIS BOND INST - BOSTON FINANCIA P.O. BOX 8480 BOSTON, MA 02266	0.20%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
RT NY LIFE AA CL 25 - SEE NOTE *2 46-6350416	0.25%

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

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(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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CEC ENTERTAINMENT CONCEPTS, LP

D Employer Identification Number (EIN)
42-1563011

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: CORE BOND ENHAN INDEX

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

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)
06-1050034-036	P	0

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
06-1050034-123	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNATL BLEND/THORNBURG

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

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)
06-1050034-719	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: INTERNL GROWTH/ARTISAN

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

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)
06-1050034-259	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFETIME AGGRESSIVE

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

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)
06-1050034-166	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFETIME BALANCED FD

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

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)
06-1050034-168	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFETIME CONSERVATIVE

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

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)
06-1050034-169	P	0

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFETIME GROWTH FD

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

c EIN-PN 06-1050034-167	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: LIFETIME INCOME & EQUITY

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

c EIN-PN 06-1050034-170	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: MID CAP GROWTH/ARTISAN

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

c EIN-PN 06-1050034-185	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: MID CAP VALUE/WELL MGMT

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

c EIN-PN 06-1050034-187	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: SA/TROWE PR GR STK STR II

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

c EIN-PN 06-1050034-434	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: SM CAP VAL/AMER CENT FUND

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

c EIN-PN 06-1050034-126	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP GROWTH/TIMESSQ

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

c EIN-PN 06-1050034-132	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: RT NY LIFE AA CL 25

b Name of sponsor of entity listed in (a): RELIANCE TRUST COMPANY

c EIN-PN 46-6350416-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 115410

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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
CEC ENTERTAINMENT CONCEPTS, LP

D Employer Identification Number (EIN)
42-1563011

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	384673	366138
(2) Participant contributions	1b(2)	42309	52035
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	1877441	2066621
(9) Value of interest in common/collective trusts	1c(9)	0	115410
(10) Value of interest in pooled separate accounts	1c(10)	24175405	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2926885	39092554
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	6302923	
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	4510748	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	40220384	41692758
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
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	40220384	41692758

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)	371347	
(B) Participants	2a(1)(B)	2658572	
(C) Others (including rollovers)	2a(1)(C)	244213	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3274132
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	78644	
(F) Other	2b(1)(F)	96612	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		175256
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1622668	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1622668
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	5495677	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	2696939	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		2798738
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	-1813809	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-1813809

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		213262
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		73375
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		6343622
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4746092	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		4746092
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	125156	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		125156
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		4871248
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1472374
l Transfers of assets:			
(1) To this plan	2l(1)		0
(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) [X] Disclaimer (4) [ ] Adverse

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

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

(1) Name: GRANT THORNTON, LLC (2) EIN: 36-6055558

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		5000000
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	X		

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

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
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
CEC ENTERTAINMENT CONCEPTS, LP

D Employer Identification Number (EIN)
42-1563011

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): 04-6568107

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):

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

Financial Statements and Report of Independent Certified Public Accountants

As of December 31, 2014 and 2013, and
For the Years Ended December 31, 2014 and 2013

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

TABLE OF CONTENTS

	Page
Report of Independent Certified Public Accountants	1
Financial Statements:	
Statements of Net Assets Available for Plan Benefits, December 31, 2014 and 2013	3
Statements of Changes in Net Assets Available for Plan Benefits Years Ended December 31, 2014 and 2013	4
Notes to Financial Statements	5
Supplemental Schedule:	
Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year), December 31, 2014	22

Grant Thornton

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

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To the Plan Administrator of
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN:

Report on the financial statements

We were engaged to audit the accompanying financial statements of CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS 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 years ended December 31, 2014 and 2013, and the related notes to the financial statements.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entities meet the requirements of 29 CFR 2520.103-8. The Plan administrator obtained certifications from these entities as of December 31, 2014 and 2013, and for the years ended December 31, 2014 and 2013, stating that the certified information provided to the Plan administrator 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.

Grant Thornton

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.

Supplementary information

The supplemental schedule of Schedule H: Line 4i – Schedule of assets (held at end of year) as of December 31, 2014 is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the certified information described in Note 3, 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.

Grant Thornton LLP

Dallas, Texas
October 8, 2015

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
December 31, 2014 and 2013

	2014	2013
Assets:		
Investments, at fair value:		
Mutual funds	$ 39,207,964	$ 2,926,885
Pooled separate accounts	-	24,175,405
Investment contract with insurance company	-	6,302,923
CEC Entertainment, Inc., common stock	-	4,510,748
Total investments, at fair value	39,207,964	37,915,961
Receivables:		
Notes receivable from participants	2,066,621	1,877,441
Employer contributions	366,138	384,673
Participant contributions	52,035	42,309
Total receivables	2,484,794	2,304,423
Net assets available for plan benefits	$ 41,692,758	$ 40,220,384

The accompanying notes are an integral part of these financial statements

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
Years ended December 31, 2014 and 2013

	2014	2013
Additions to Net Assets Attributed to:		
Contributions:		
Participant	$ 2,658,572	$ 2,594,812
Employer	371,347	384,673
Rollovers	244,213	62,128
Total contributions	3,274,132	3,041,613
Investment Income:		
Net appreciation in fair value of investments	1,271,566	6,734,839
Interest and dividends	1,719,280	154,817
Net investment income	2,990,846	6,889,656
Interest income on notes receivable from participants	78,644	78,553
Total additions	6,343,622	10,009,822
Deductions from Net Assets Attributed to:		
Benefits paid to participants	(4,634,885)	(2,984,053)
Deemed distributions	(111,207)	(179,126)
Administrative expenses	(125,156)	(31,855)
Total deductions	(4,871,248)	(3,195,034)
Net increase in net assets	1,472,374	6,814,788
Net Assets Available for Plan Benefits:		
Beginning of year	40,220,384	33,405,596
End of year	$ 41,692,758	$ 40,220,384

The accompanying notes are an integral part of these financial statements

NOTE 1 - PLAN DESCRIPTION

The following description of the CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN (the "Plan") provides only general information. For a more complete description of the Plan's provisions, participants should refer to the Plan agreement or the Summary Plan Description.

General

The Plan is a defined contribution profit sharing plan organized under Internal Revenue Code ("IRC") Section 401(a) and contains a qualified salary deferral feature under IRC Section 401(k). The Plan covers non-highly compensated employees of CEC Entertainment, Inc. (the "Company") and its affiliates (collectively the "Employer") who are at least 18 years of age and have been employed at least for a six-continuous month period in which they have completed 500 hours of service. The Plan is subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

CEC Entertainment, Inc. Merger

On January 15, 2014, the Company entered into an agreement and plan of merger (the "Merger Agreement") with Queso Holdings, Inc., a Delaware corporation ("Parent"), and Q Merger Sub Inc., a Kansas corporation ("Merger Sub"). Parent and Merger Sub were controlled by Apollo Global Management, LLC ("Apollo"). Pursuant to the Merger Agreement, on January 16, 2014, Merger Sub commenced a tender offer to purchase all of the issued and outstanding shares of the Company's common stock (the "Tender Offer"). Following the successful completion of the Tender Offer, on February 14, 2014, Merger Sub merged with and into CEC Entertainment, Inc., with CEC Entertainment, Inc. surviving the merger (the "Merger") and becoming a wholly owned subsidiary of Parent. We refer to the Merger and the Tender Offer together as the "Acquisition." As a result of the Merger, the shares of CEC Entertainment common stock ceased to be traded on the New York Stock Exchange after close of market on February 14, 2014.

Plan participants were notified of the Tender Offer and provided the option to tender all, a portion of, or none of their shares at the Tender Offer price of $54.00 per share. Any untendered shares included in the CEC Entertainment stock fund after successful completion of the Tender Offer were sold immediately prior to completion of the Merger on February 14, 2014. Proceeds of the $54.00 per share were allocated within each participant's account according to the participant's current elected investment allocation. As a result of the Merger, shares of CEC stock are no longer an investment option.

Acquisition of Peter Piper Pizza

On October 15, 2014, the Company entered into an agreement and plan of merger to acquire Peter Piper Pizza (the "PPP Acquisition"), a leading pizza and entertainment restaurant chain operating in the southwestern United States and Mexico. The acquisition was completed on October 16, 2014. As of December 31, 2014 the Company had not merged the assets of Peter Piper Pizza's 401(K) Salary Reduction Plan ("PPP Plan") with the Plan. The assets of the PPP Plan were merged with the Plan on July 1, 2015 (see Note 2).

Plan Administration

CEC Entertainment Concepts, L.P., an affiliate of the Company, is the Plan sponsor/administrator (the "Plan Administrator"). Effective October 1, 2014, Fidelity Investments Institutional Operations Company, Inc. ("Fidelity") became the service provider for the Plan and provides asset management, recordkeeping, and administrative services for the Plan and Fidelity Investments® became the trustee ("Trustee"). Prudential Retirement and Insurance and Annuity Company ("PRIAC") and Prudential Bank & Trust, FSB were the investment administrator for the Plan and the trustee of the Plan, respectively, through September 30, 2014.

Tax Status

By letter dated March 31, 2014, the Internal Revenue Service ("IRS") determined that the prototype sponsored by Fidelity and Management and Research Co. and adopted by the Plan was qualified under Section 401(a) of the IRC and is entitled to favorable tax treatment. Although the Plan has been amended since receipt of the determination letter, the Plan's management believes the Plan is currently designed and being operated in compliance with applicable requirements of the IRC and, therefore, believes that the Plan qualifies under Section 401(a) of the IRC and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America ("U.S. GAAP") require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan has recognized no interest or penalties related to uncertain tax positions. 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.

Contributions

Each year, eligible participants may contribute to the Plan between 1% and 40% of their pre-tax annual compensation ("Compensation"), as defined by the Plan agreement, subject to an annual IRC limit. A participant's annual contribution may not exceed the maximum amount allowed under the IRC, which was $17,500 per year for both 2014 and 2013. Participants may also make rollover contributions to the Plan representing distributions from other qualified retirement plans. There is no limitation on the amount of rollover contributions a participant may make to the Plan.

All participants 50 years of age or older on December 31 of each year are eligible to make additional catch-up contributions, subject to IRC limitations. A catch-up contribution can be made if the eligible participant made the maximum contribution permitted by the IRC for the year. The limit for catch-up contributions was $5,500 per year for both 2014 and 2013.

Each year the Company makes a discretionary contribution based on a participant's years of continuous service with the Employer and the Company's comparable store sales for the year, as follows:

	Comparable Store Sales				
	1% (or less)	2%	3%	4%	5% (or more)
Years of Service	**Matching Contribution**[1]				
0 to 9 years	12.5%	18.75%	25%	31.25%	37.5%
10 to 19 years	25%	37.5%	50%	62.5%	75%
20 or more years	50%	75%	100%	125%	150%

[1] Matching contributions are limited to 4% of the participant's Compensation.

The applicable matching contribution percentage for Comparable Store Sales for 2014 and 2013 was 1% (or less) for both years.

The Employer may also, at its discretion, make a profit-sharing contribution to the Plan. Any profit-sharing contribution is allocated among eligible participants based on each participant's Compensation as a percentage of the total Compensation of all participants. No profit-sharing contributions were made during 2014 or 2013.

The IRC also contains a per participant annual limit on the amount of total participant and employer contributions. This limit was equal to the lesser of $52,000 or 100% of the participant's Compensation for 2014 and the lesser of $51,000 or 100% of the participant's Compensation for 2013.

Investment Options

Upon enrollment into the Plan, a participant may direct their employee contributions in any whole percentage increment to any of the investment fund options offered by the Plan, except for the Company's common stock investment. A participant may change investment elections for future contributions at any time and may transfer any existing balances among the offered funds, subject to exchange limitations imposed by the funds. Fidelity maintains participant contributions in mutual funds established as investment vehicles for qualified retirement plans.

The Company's common stock is not an investment option for participants. Until the date of the Merger, a participant was able to elect to transfer amounts out of its Company common stock investment and into another investment fund when they were 100% vested in their individual account. At no time were participants able to elect to transfer amounts from another fund into the Company common stock investment.

Participant Accounts

Each participant's individual account is credited with the i) participant's contributions, ii) employer matching contributions, iii) a pro-rata allocation of Plan earnings or losses, and iv) a pro-rata amount of Plan expenses not paid by the Company or forfeitures. Allocations of Plan earnings or

losses are based upon the ratio of each participant's account balance to the total amount of all participant accounts in the selected investment options.

Vesting

Participants are immediately vested in their contributions plus allocated Plan earnings or losses thereon. Vesting in the remainder of their account (i.e. Employer contributions plus Plan earnings or losses thereon) is based on years of service, as follows:

Years of Service [1]	Percent Vested
Less than 1 year	0%
1 year	50%
2 years	75%
3 years	100%

[1] To receive credit for a year of service, an employee must complete at least 1,000 hours of service in a Plan year.

A participant also becomes 100% vested upon either reaching retirement age (early retirement age 55 or normal retirement age 65) or if a participant's employment is terminated due to permanent disability or death.

Payment of Benefits

Participants, or their beneficiaries, may receive the vested portions of their account in a single-sum distribution payment or on an installment basis, as provided for in the Plan, upon termination of employment, retirement, permanent disability, or death. All distributions are paid in a lump-sum. Prior to the Merger, a participant could elect to have the portion of their account that was invested in Company common stock distributed in shares of the Company's common stock.

Withdrawals During Employment

Participants who are actively employed by the Employer may elect to withdraw ("In-Service Distribution") all or part of their account balance, as follows:

- All participants may withdraw all or part of the rollover contribution portion of their account balance. Participants are limited to one rollover contribution withdrawal in any Plan year.
- Participants 59 ½ years of age or older may withdraw all or part of their vested account balance.
- Upon demonstrating a financial need (i.e., "hardship"), as established by the Plan Administrator, a participant may withdraw all or part of their contributions from their account balance (excluding investment earnings thereon).

Participants receiving hardship withdrawals must suspend their contributions to the Plan for a period of six months following the receipt of the withdrawal.

Prior to January 1, 2010, the Plan allowed participants that continued their employment with the Employer after attaining age 70 ½ to elect to receive special In-Service Distributions of all or part of their account balance. Effective January 1, 2010, participants can no longer elect to receive this special In-Service Distribution; however, this benefit is available to participants who turned age 70 ½ prior to January 1, 2010.

Notes Receivable from Participants

Participants may borrow from $1,000 up to the lesser of $50,000 or 50% of the remaining vested portion of their account balance. Notes receivable from participants are collateralized by the remaining vested balance in the participants' account balance and bear interest at a fixed interest rate determined at the inception of the loan. The interest rate is calculated at the United States Federal Reserve Prime interest rate plus 1%. The prime interest rate during 2014 and 2013 was 3.25%. The prime interest rate is determined on the last business day of a calendar quarter. Interest rates in effect range from 4.25% to 6.75% at December 31, 2014 and 2013. The notes receivable from participants outstanding at December 31, 2014 mature at various dates through May 2024. Repayment of the notes receivable are made through mandatory payroll deductions not to exceed five years, or 10 years in the case of loans used to purchase a principal residence. Participants can have only one loan outstanding at any time.

Upon termination of employment, participants receiving a distribution of the vested portion of their account balance may request a direct rollover of their outstanding loan balance to another qualified plan that agrees to accept such loan rollover.

Forfeitures

Participants who terminate employment prior to becoming fully vested in the Employer contribution portion of their account balance forfeit any non-vested amounts. Per the Plan, the Plan Administrator may direct any forfeited amounts in the following order: i) any Plan expenses, ii) Employer contributions owed to the Plan, and iii) allocated on a pro-rata basis among the remaining eligible participants of the Plan. The balance in the forfeiture account was approximately $46,900 and $23,300 at December 31, 2014 and 2013, respectively. Forfeited non-vested accounts used during 2014 and 2013 totaled approximately $21,400 and $800, respectively, and were used to pay plan expenses.

Plan Amendments or Termination

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Use of Estimates

The financial statements of the Plan are prepared on the accrual basis of accounting. The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes

therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risk and Uncertainties

The Plan provides for various investment fund options. Investment securities are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with investment securities and the level of uncertainty related to changes in the value of such securities, it is at least reasonably possible that changes will occur in the near term and that such changes could materially affect participants' account balances and amounts reported in the Plan's financial statements.

Contributions

Participant contributions are accrued in the period that payroll deductions are made from Plan participants in accordance with salary deferral agreements. Employer matching contributions for the Plan year are accrued and recognized at year end, but paid annually, by the Company, after year end.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

The Plan Administrator determines the Plan's valuation measurements utilizing information provided by investment advisers, custodians, and an insurance company. See Note 4 for discussion of fair value measurements.

Pooled Separate Accounts

PRIAC commingled the Plan's assets with the assets of other qualified retirement plans for investment purposes under pooled separate account arrangements. Under this arrangement, PRIAC maintained a separate record of the Plan's investments within an investment fund option. The assets of each of the pooled separate accounts were invested in shares of designated underlying investment securities primarily consisting of mutual fund offerings of registered investment companies. The pooled separate accounts were credited with Plan contributions and earnings (losses) on the underlying investments, and charged for Plan withdrawals and administrative expenses billed to the Plan by PRIAC. The Plan did not have beneficial ownership in the specific underlying investment securities or other assets in the investment fund, but did have an interest therein represented by units valued as of the last business day of the period. Dividends and capital gains on the investment funds earned were automatically reinvested in additional units. Generally, contributions to and withdrawal payments from each investment fund were converted to units by dividing the amounts of such transactions by the unit

value as last determined, and participant accounts were charged or credited with the number of units attributable to each participant.

Investment Contract with Insurance Company

The Guaranteed Income Fund was the Plan's fully benefit-responsive investment contract with PRIAC (the "Investment Contract with Insurance Company"). At September 30, 2014 and December 31, 2013, the contract value of the Investment Contract with Insurance Company approximated fair value, as the insurance company was obligated to pay the contract value no later than 90 days from the date the Plan provided notice to discontinue and the Plan pays interest at guaranteed crediting rates that are determined in advance. See Note 5 for further discussion of the guaranteed crediting rates. As contract value approximates fair value, no contract value adjustment was presented in the Plan's financial statements. Contract value represents contributions made under the contract, plus earnings at the guaranteed crediting rates, less losses, participant withdrawals, and administrative expenses. Investment Contract with Insurance Company was carried at contract value because that is the amount equal to the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. 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. In the event of default, death, disability, or termination of employment, the entire outstanding principal and accrued interest associated with the Participant's loan is considered due and payable and, if not rolled over, is treated as a taxable distribution, to the participant, from the Plan.

Administrative Expenses

Certain costs and expenses incurred with regard to the purchase, sale, or transfer of investments are paid by the Plan to Fidelity, and until September 30, 2014 PRIAC. Investment advisory fees for portfolio management are paid to Fidelity, and until September 30, 2014 PRIAC, directly from investment fund earnings and thus are not separately identifiable as an expense of the Plan.

Related Party Transactions

Certain Plan investments were managed by Fidelity at December 31, 2014. Fidelity provides various services for the Plan, and therefore, transactions involving these assets qualified as party-in-interest transactions. Fees paid to Fidelity for investment management services were calculated based on the value of the investments. For the period from October 1, 2014 to December 31, 2014, the Plan paid $11,691 to Fidelity for investment management services.

Certain Plan investments including shares of pooled separate accounts, mutual funds and an investment contract with an insurance company were managed by PRIAC through September 30, 2014. Through that date, PRIAC provided various services for the Plan, and therefore, transactions involving these assets qualified as party-in-interest transactions. Fees paid to PRIAC for investment

management services were calculated based on the value of the investments. For the years ended December 31, 2014 and 2013, the Company paid $159,412 and $197,156, respectively, to PRIAC for investment management services.

At December 31, 2013, the Plan held approximately 101,869 of the Company's common stock with a cost basis of $2,696,939. The shares were held within the Plan's stock fund. As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for further discussion of the Merger.

Payment of Benefits

Benefit payments to participants are recorded when paid.

Recently Issued Accounting Guidance

Accounting Guidance Not Yet Adopted: In July 2015, the FASB issued ASU 2015-12 (Part II), Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part II) Plan Investment Disclosures. This amendment eliminates the requirement to disclose (i) individual investments that represent five percent or more of net assets available for benefits and (ii) the net appreciation or depreciation for investments by general type. This amendment is effective for fiscal years beginning after December 15, 2015, and should be applied retrospectively for all financial statements presented. Early application is permitted. The Company does not expect the adoption of this amendment to have a significant impact on the Plan Financial Statements.

Subsequent Events

All events and transactions occurring after December 31, 2014 have been evaluated for potential recognition and disclosure in the accompanying financial statements through October 8, 2015, the date the financial statements were available to be issued.

Employer Contribution

On April 1, 2015, the Company funded its discretionary contribution for the 2014 Plan year totaling $366,138.

Corrective Actions

In 2015, the Company made corrective actions to the Plan for the years ending December 31, 2014 and 2013 relating to participant contributions that were not properly deducted through payroll deductions. The Participant contributions made in 2015 relating to the 2014 and 2013 Plan years were $8,466 and $4,836, respectively. The earnings credited to Participants' accounts in 2015 relating to these corrective actions were $281 and $258 relating to the 2014 and 2013 Plan years, respectively. These corrective actions did not impact the Plan's tax status.

Plan Changes

Effective July 1, 2015, the Company made the following changes to the Plan: (i) the Plan will cover the Employer's non-highly compensated employees who are at least 21 years of age and have been employed at least for a period of six-continuous months, rather than non-highly compensated employees who are at least 18 years of age and have been employed at least for a period of six-continuous months in which they have completed 500 hours of service, as described in Note 1. Employees who are currently eligible to participate in the Plan who are 18, 19 or 20 years of age will be grandfathered and will remain eligible for the Plan; and (ii) discretionary employer contributions to the Plan will be based on 25% of the first 4% of a Plan participant's annual contribution to the Plan, and will no longer be based on a participant's years of continuous service with the Employer and the Company's comparable store sales for the year, as described in Note 2.

Plan Merger

Effective July 1, 2015, the vested assets of the PPP Plan were merged into the Plan, and the participants of the PPP Plan became participants in the Plan. See Note 1 for a description of the acquisition of PPP by the Company.

NOTE 3 - INFORMATION CERTIFIED BY THE TRUSTEE

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, at the instruction of the Plan Administrator, the Plan's independent certified public accountants did not perform any audit procedures with respect to the Plan's certified assets, and related activity, other than comparing information to certified statements provided by Fidelity and Prudential Bank & Trust, FSB (collectively the "Trustees"). The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule of assets (held at end of year), that was prepared by the Trustees and furnished to the Company. The Company has obtained certifications from the Trustees that such information is complete and accurate.

The following information was prepared by the respective Trustees as at each date presented and furnished to the Company:

	December 31,	
	2014	**2013**
Investments at fair value	$ 39,207,964	$ 37,915,961
Notes receivable from participants	$ 2,066,621	$ 1,877,441
Net appreciation in fair value of investments [(1)]	$ 1,271,566	$ 6,734,839
Interest and dividend income [(1)]	$ 1,719,280	$ 154,817
Interest income on notes receivable from participants [(1)]	$ 78,644	$ 78,553

[(1)] Amounts for 2014 represent the total of amounts certified by Fidelity for the period from October 1, 2014 to December 31, 2014 and from PRIAC for the period from January 1, 2014 to September 30, 2014.

The Plan's investments (including investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

	December 31,	
	2014	**2013**
Pooled separate accounts	$ 213,261	$ 5,316,767
Mutual funds	73,375	247,295
CEC Entertainment, Inc., common stock	984,930	1,170,777
Net appreciation in fair value of investments	$ 1,271,566	$ 6,734,839

The fair value of investments is as follows:

	December 31,	
	2014	**2013**
Pooled Separate Accounts:		
International Growth/Artisan Partners Fund	$ -	$ 3,289,710 *
Mid Cap Growth/Artisan Partners Fund	-	3,167,144 *
SA/T. Rowe Price Growth Stock Fund	-	2,893,415 *
Dryden S&P 500 Index Fund	-	2,112,396 *
Lifetime Aggressive Growth Fund	-	1,985,682
Lifetime Growth Fund	-	1,896,796
Mid Cap Value Fund (sub-advised by Wellington Management)	-	1,781,380
Lifetime Balanced Fund	-	1,632,613
Core Bond Enhanced Index/PIM Fund	-	1,557,437
Small Cap Growth/Times Square Fund	-	1,492,772
Small Cap Value/American Century Fund	-	1,115,134
Lifetime Conservative Growth Fund	-	486,967
Lifetime Income & Equity Fund	-	259,044
International Blend/Thornburg Fund	-	504,915
	-	24,175,405

December 31,

	2014		2013	
Mutual Funds:				
American Funds 2030 Target Date Retirement Fund	7,479,906	*	-	
American Funds 2025 Target Date Retirement Fund	6,586,121	*	-	
American Funds 2040 Target Date Retirement Fund	5,819,594	*	-	
American Funds 2035 Target Date Retirement Fund	4,199,998	*	-	
American Funds 2045 Target Date Retirement Fund	3,618,751	*	-	
American Funds 2020 Target Date Retirement Fund	3,348,101	*	-	
American Funds 2015 Target Date Retirement Fund	2,134,924	*	-	
American Funds 2050 Target Date Retirement Fund	1,997,448		-	
American Funds 2010 Target Date Retirement Fund	731,108		-	
ASTON/Fairpointe Mid Cap Fund I	656,492		-	
Spartan 500 Index Class	499,943		-	
Glenmede Large Cap Core Portfolio	376,859		-	
American Funds 2055 Target Date Retirement Fund	332,428		-	
Fidelity Contrafund	253,447		-	
Hodges Small Cap Fund	249,410		-	
American Funds Europacific Growth Fund	217,021		-	
Fidelity Spartan Extended Market Index Investment Fund	195,609		-	
Deutsche Alternative Asset Allocation Fund	123,345		-	
American Beacon Large Cap Value Fund	117,311		-	
Reliance Trust NY Life Anchor Account	115,410			
Fidelity Government Income Fund	93,599		-	
Loomis Sayles Bond Fund	61,139		-	
Columbia Dividend Opp A	-		2,298,223	*
PIMCO Total Return A	-		232,013	
Columbia Mid Cap Index A Fund	-		225,363	
Columbia Small Cap Index A Fund	-		170,591	
Prudential Global Real Estate Fund A	-		695	
	39,207,964		2,926,885	
Investment Contract with Insurance Company:				
Guaranteed Income Fund	-		6,302,923	*
Other:				
CEC Entertainment, Inc. Common Stock [(1)]	-		4,510,748	*
Total Investments, at Fair Value	$ 39,207,964		$ 37,915,961	

* Represents investments that are 5% or more of the fair value of the Plan's net assets available for plan benefits at the end of the year.
[(1)] Nonparticipant-directed investment.

NOTE 4 - FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or pay to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date. In determining fair value, U.S. GAAP established a three-level hierarchy used in measuring fair value, as follows:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 – Inputs to the valuation methodology include the following:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; or
- inputs that can be corroborated by other observable market data. If the asset or liability has a specified (contractual) term, the inputs are observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and measured using the Plan's Administrator's best estimate of fair value.

The asset'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 maximize the use of observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used for the years ended December 31, 2014 and 2013.

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

	Fair Value Measurements at December 31, 2014			
	Quoted Prices in Active Market for Identical Assets (Level 1)	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Total**
Pooled separate accounts [1]				
Growth funds	$ -	$ -	$ -	$ -
Value funds	-	-	-	-
Index funds	-	-	-	-
Balanced funds	-	-	-	-
Other funds	-	-	-	-
Total pooled separate accounts	-	-	-	-
Mutual funds [1]	39,092,554	115,410	-	39,207,964
Investment contract with insurance company [2]	-	-	-	-
CEC Entertainment, Inc. common stock [3]	-	-	-	-
Total Plan's assets	$ 39,092,554	$ 115,410	$ -	$39,207,964

	Fair Value Measurements at December 31, 2013			
	Quoted Prices in Active Market for Identical Assets (Level 1)	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Total**
Pooled separate accounts [1]				
Growth funds	$ -	$ 15,212,486	$ -	$ 15,212,486
Value funds	-	2,896,514	-	2,896,514
Index funds	-	3,669,833	-	3,669,833
Balanced funds	-	1,632,613	-	1,632,613
Other funds	-	763,959	-	763,959
Total pooled separate accounts	-	24,175,405	-	24,175,405
Mutual funds [1]	2,926,885	-	-	2,926,885
Investment contract with insurance company [2]	-	-	6,302,923	6,302,923
CEC Entertainment, Inc. common stock [3]	4,510,748	-	-	4,510,748
Total Plan's assets	$ 7,437,633	$ 24,175,405	$ 6,302,923	$ 37,915,961

[1] *Pooled separate accounts and mutual funds.* The fair value of units attributable to pooled separate accounts and mutual funds is measured by the net asset value at the end of the Plan year, which is determined by Fidelity and PRIAC for 2014 and 2013, respectively, and based on the fair market value of the underlying assets in the investment fund. Actively traded mutual funds are considered level 1 investments and pooled separate accounts and mutual funds that are traded in an inactive market are considered level 2 investments.

[2] *Investment contract with insurance company.* PRIAC determined the contract value of the fully benefit-responsive investment contract, which is the best estimate of fair value. Contract value represents contributions made under the contract, plus earnings, less losses, participant withdrawals, and administrative expenses. The guaranteed credit rate used to calculate earnings is the only significant unobservable input used to determine the fair value. See Note 5 for the guaranteed credit rate used in 2014 and 2013, which must be greater than or equal to the contractual minimum crediting rate.

[3] *CEC Entertainment, Inc. common stock.* As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for further discussion of the Merger. Prior to the Merger, the fair value of shares of CEC Entertainment, Inc. common stock was based on its quoted market price, which was the closing price on the last day of the Plan year as reported on the New York Stock Exchange. The per share fair value of CEC Entertainment, Inc. common stock at December 31, 2013 was $44.28.

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

All pooled separate accounts and mutual funds included in the Plan are measured at fair value based on the net asset value per share. These investments are valued on a daily redemption frequency and require a 30-day redemption notice period. There were no unfunded commitments, normal course of business restrictions, or other redemption restrictions for these investments.

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2014 and 2013. During 2014 and 2013, there were no unrealized gains or losses recorded in the Plan's assets classified within Level 3.

	Fair Value Measurement Using Significant Unobservable Inputs (Level 3) Years ended December 31,	
	2014	**2013**
Balance, beginning of year	$ 6,302,923	$ 7,782,528
Interest income included in earnings	96,394	162,792
Purchases	513,609	713,780
Distributions	(714,718)	(922,286)
Transfers:		
Into Level 3	2,047,180	991,963
Out of Level 3 [(1)]	(8,245,388)	(2,425,854)
Balance, end of year	$ -	$ 6,302,923

[(1)] Transfers out of Level 3 include the transfer of assets from Prudential to Fidelity on September 30, 2014, loan initiations and transfers to pooled separate accounts and mutual funds.

NOTE 5 - INVESTMENT CONTRACT WITH INSURANCE COMPANY

Investment Contract with Insurance Company was maintained by PRIAC. PRIAC held the contributions in a general account and was contractually obligated to repay the principal at a specified interest rate that is guaranteed to the Plan.

Interest is credited on contract balances using a single "portfolio rate" approach. Under this methodology, a single interest crediting rate is applied to all contributions made to the product regardless of the timing of those contributions. Interest crediting rates are reviewed on a semi-annual basis. The minimum crediting rate under the contract was 1.50% for both 2014 and 2013.

	December 31,	
	2014	**2013**
Average yields:		
Based on actual earnings [(1)]	1.62%	1.80%
Based on interest rate credited to participants [(2)]	1.62%	1.80%

[(1)] Computed by dividing the actual one-day earnings of the *contract* credited to the Plan on the last day of the Plan year by the fair value of the investment on the last day of the Plan year and then annualized.

[(2)] Computed by dividing the actual one-day earnings credited to *participants* on the last day of the Plan year by the fair value of the investment on the last day of the Plan year and then annualized.

Under the group annuity insurance contract that supports this product, participants were permitted to ordinarily direct permitted withdrawal or transfers of all or a portion of their account balance at contract value as soon as administratively possible. The contract was directly between the Plan and PRIAC. The repayment of principal and interest credited to participants was a financial obligation of PRIAC. Given these provisions, PRIAC considered this contract to be benefit responsive.

The Investment Contract with Insurance Company was terminated effective September 30, 2014.

NOTE 6 - NONPARTICIPANT-DIRECTED INVESTMENTS

The significant components of the changes in the Plan's net assets relating to the Company's common stock are as follows:

	December 31,	
	2014	**2013**
Additions:		
Employer contributions	$ 1,285	$ 661
Dividend earnings	-	103,266
Other additions	474	368
	1,759	104,295
Deductions:		
Transfers to participant-directed investments [(1)]	(5,456,982)	(258,111)
Benefits paid to participants	(23,154)	(116,419)
Other miscellaneous administrative expenses	(17,301)	(558,717)
	(5,497,437)	(933,247)
Net appreciation (depreciation) in fair value of the Company's common stock	984,930	1,170,777
Net increase (decrease)	$ (4,510,748)	$ 341,825

[(1)] In connection with the Merger, any untendered shares included in the CEC Entertainment stock fund after successful completion of the Tender Offer were sold immediately prior to completion of the Merger on February 14, 2014 and the proceeds were allocated within each participant's account according to the participant's current elected investment allocation. As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for a discussion of the CEC Entertainment, Inc. Merger.

SUPPLEMENTAL SCHEDULE

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
SCHEDULE H, PART IV, LINE 4i -
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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	(d) Cost	(e) Current value
	Mutual Funds:			
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Contrafund – 2,587 units	**	$ 253,447
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Government Income Fund – 8,906 units	**	93,599
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Spartan® Extended Market Index Fund – 3,545 units	**	195,609
*	Fidelity Investments Institutional Operations Company, Inc.	Spartan® 500 Index Fund – 6,863 units	**	499,943
*	Fidelity Investments Institutional Operations Company, Inc.	ASTON/Fairpointe Mid Cap Fund – 15,792 units	**	656,492
*	Fidelity Investments Institutional Operations Company, Inc.	Reliance Trust NY Life Anchor Account – 11,260 units	**	115,410
*	Fidelity Investments Institutional Operations Company, Inc.	Hodges Small Cap Fund – 12,470 units	**	249,410
*	Fidelity Investments Institutional Operations Company, Inc.	Deutsche Alternative Asset Allocation Fund – 13,306 units	**	123,345
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds EuroPacific Growth Fund – 4,614 units	**	217,021
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2015 Target Date Retirement Fund – 193,031 units	**	2,134,924
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2020 Target Date Retirement Fund – 289,128 units	**	3,348,101
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2025 Target Date Retirement Fund – 535,893 units	**	6,586,121
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2030 Target Date Retirement Fund – 586,200 units	**	7,479,906
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2035 Target Date Retirement Fund – 327,613 units	**	4,199,998
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2040 Target Date Retirement Fund – 449,043 units	**	5,819,594
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2045 Target Date Retirement Fund – 277,725 units	**	3,618,751
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2050 Target Date Retirement Fund – 156,786 units	**	1,997,448
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2055 Target Date Retirement Fund – 21,241 units	**	332,428

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
SCHEDULE H, PART IV, LINE 4i -
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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	(d) Cost	(e) Current value
*		Fidelity Investments Institutional Operations Company, Inc.	American Funds 2010 Target Date Retirement Fund – 70,570 units	**	$ 731,108
*		Fidelity Investments Institutional Operations Company, Inc.	Loomis Sayles Bond Fund – 4,123 units	**	61,139
*		Fidelity Investments Institutional Operations Company, Inc.	American Beacon Large Cap Value Fund – 4,029 units	**	117,311
*		Fidelity Investments Institutional Operations Company, Inc.	Glenmede Large Cap Core Portfolio – 17,343 units	**	376,859
		Total Investments			$39,207,964
*		Notes Receivable from Participants	Varying maturity dates from 2015 to 2024 and interest rates ranging from 4.25% to 6.75%.	**	$ 2,066,621

* Identified as a party-in-interest to the Plan.
** Cost information is omitted as permitted for participant-directed transactions under an individual account plan.

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

Financial Statements and Report of Independent Certified Public Accountants

As of December 31, 2014 and 2013, and
For the Years Ended December 31, 2014 and 2013

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN

TABLE OF CONTENTS

	Page
Report of Independent Certified Public Accountants	1
Financial Statements:	
Statements of Net Assets Available for Plan Benefits, December 31, 2014 and 2013	3
Statements of Changes in Net Assets Available for Plan Benefits Years Ended December 31, 2014 and 2013	4
Notes to Financial Statements	5
Supplemental Schedule:	
Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year), December 31, 2014	22

Grant Thornton

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

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To the Plan Administrator of
CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN:

Report on the financial statements

We were engaged to audit the accompanying financial statements of CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS 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 years ended December 31, 2014 and 2013, and the related notes to the financial statements.

Management's responsibility for the financial statements

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

Auditor's responsibility

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

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entities meet the requirements of 29 CFR 2520.103-8. The Plan administrator obtained certifications from these entities as of December 31, 2014 and 2013, and for the years ended December 31, 2014 and 2013, stating that the certified information provided to the Plan administrator 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.

Grant Thornton

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.

Supplementary information

The supplemental schedule of Schedule H: Line 4i – Schedule of assets (held at end of year) as of December 31, 2014 is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. 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.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the certified information described in Note 3, 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.

Grant Thornton LLP

Dallas, Texas
October 8, 2015

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
December 31, 2014 and 2013

	2014	2013
Assets:		
Investments, at fair value:		
Mutual funds	$ 39,207,964	$ 2,926,885
Pooled separate accounts	-	24,175,405
Investment contract with insurance company	-	6,302,923
CEC Entertainment, Inc., common stock	-	4,510,748
Total investments, at fair value	39,207,964	37,915,961
Receivables:		
Notes receivable from participants	2,066,621	1,877,441
Employer contributions	366,138	384,673
Participant contributions	52,035	42,309
Total receivables	2,484,794	2,304,423
Net assets available for plan benefits	$ 41,692,758	$ 40,220,384

The accompanying notes are an integral part of these financial statements

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
Years ended December 31, 2014 and 2013

	2014	2013
Additions to Net Assets Attributed to:		
Contributions:		
Participant	$ 2,658,572	$ 2,594,812
Employer	371,347	384,673
Rollovers	244,213	62,128
Total contributions	3,274,132	3,041,613
Investment Income:		
Net appreciation in fair value of investments	1,271,566	6,734,839
Interest and dividends	1,719,280	154,817
Net investment income	2,990,846	6,889,656
Interest income on notes receivable from participants	78,644	78,553
Total additions	6,343,622	10,009,822
Deductions from Net Assets Attributed to:		
Benefits paid to participants	(4,634,885)	(2,984,053)
Deemed distributions	(111,207)	(179,126)
Administrative expenses	(125,156)	(31,855)
Total deductions	(4,871,248)	(3,195,034)
Net increase in net assets	1,472,374	6,814,788
Net Assets Available for Plan Benefits:		
Beginning of year	40,220,384	33,405,596
End of year	$ 41,692,758	$ 40,220,384

The accompanying notes are an integral part of these financial statements

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2014 and 2013

NOTE 1 - PLAN DESCRIPTION

The following description of the CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN (the "Plan") provides only general information. For a more complete description of the Plan's provisions, participants should refer to the Plan agreement or the Summary Plan Description.

General

The Plan is a defined contribution profit sharing plan organized under Internal Revenue Code ("IRC") Section 401(a) and contains a qualified salary deferral feature under IRC Section 401(k). The Plan covers non-highly compensated employees of CEC Entertainment, Inc. (the "Company") and its affiliates (collectively the "Employer") who are at least 18 years of age and have been employed at least for a six-continuous month period in which they have completed 500 hours of service. The Plan is subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

CEC Entertainment, Inc. Merger

On January 15, 2014, the Company entered into an agreement and plan of merger (the "Merger Agreement") with Queso Holdings, Inc., a Delaware corporation ("Parent"), and Q Merger Sub Inc., a Kansas corporation ("Merger Sub"). Parent and Merger Sub were controlled by Apollo Global Management, LLC ("Apollo"). Pursuant to the Merger Agreement, on January 16, 2014, Merger Sub commenced a tender offer to purchase all of the issued and outstanding shares of the Company's common stock (the "Tender Offer"). Following the successful completion of the Tender Offer, on February 14, 2014, Merger Sub merged with and into CEC Entertainment, Inc., with CEC Entertainment, Inc. surviving the merger (the "Merger") and becoming a wholly owned subsidiary of Parent. We refer to the Merger and the Tender Offer together as the "Acquisition." As a result of the Merger, the shares of CEC Entertainment common stock ceased to be traded on the New York Stock Exchange after close of market on February 14, 2014.

Plan participants were notified of the Tender Offer and provided the option to tender all, a portion of, or none of their shares at the Tender Offer price of $54.00 per share. Any untendered shares included in the CEC Entertainment stock fund after successful completion of the Tender Offer were sold immediately prior to completion of the Merger on February 14, 2014. Proceeds of the $54.00 per share were allocated within each participant's account according to the participant's current elected investment allocation. As a result of the Merger, shares of CEC stock are no longer an investment option.

Acquisition of Peter Piper Pizza

On October 15, 2014, the Company entered into an agreement and plan of merger to acquire Peter Piper Pizza (the "PPP Acquisition"), a leading pizza and entertainment restaurant chain operating in the southwestern United States and Mexico. The acquisition was completed on October 16, 2014. As of December 31, 2014 the Company had not merged the assets of Peter Piper Pizza's 401(K) Salary Reduction Plan ("PPP Plan") with the Plan. The assets of the PPP Plan were merged with the Plan on July 1, 2015 (see Note 2).

Plan Administration

CEC Entertainment Concepts, L.P., an affiliate of the Company, is the Plan sponsor/administrator (the "Plan Administrator"). Effective October 1, 2014, Fidelity Investments Institutional Operations Company, Inc. ("Fidelity") became the service provider for the Plan and provides asset management, recordkeeping, and administrative services for the Plan and Fidelity Investments® became the trustee ("Trustee"). Prudential Retirement and Insurance and Annuity Company ("PRIAC") and Prudential Bank & Trust, FSB were the investment administrator for the Plan and the trustee of the Plan, respectively, through September 30, 2014.

Tax Status

By letter dated March 31, 2014, the Internal Revenue Service ("IRS") determined that the prototype sponsored by Fidelity and Management and Research Co. and adopted by the Plan was qualified under Section 401(a) of the IRC and is entitled to favorable tax treatment. Although the Plan has been amended since receipt of the determination letter, the Plan's management believes the Plan is currently designed and being operated in compliance with applicable requirements of the IRC and, therefore, believes that the Plan qualifies under Section 401(a) of the IRC and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America ("U.S. GAAP") require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan has recognized no interest or penalties related to uncertain tax positions. 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.

Contributions

Each year, eligible participants may contribute to the Plan between 1% and 40% of their pre-tax annual compensation ("Compensation"), as defined by the Plan agreement, subject to an annual IRC limit. A participant's annual contribution may not exceed the maximum amount allowed under the IRC, which was $17,500 per year for both 2014 and 2013. Participants may also make rollover contributions to the Plan representing distributions from other qualified retirement plans. There is no limitation on the amount of rollover contributions a participant may make to the Plan.

All participants 50 years of age or older on December 31 of each year are eligible to make additional catch-up contributions, subject to IRC limitations. A catch-up contribution can be made if the eligible participant made the maximum contribution permitted by the IRC for the year. The limit for catch-up contributions was $5,500 per year for both 2014 and 2013.

Each year the Company makes a discretionary contribution based on a participant's years of continuous service with the Employer and the Company's comparable store sales for the year, as follows:

	Comparable Store Sales				
	1% (or less)	2%	3%	4%	5% (or more)
Years of Service	**Matching Contribution**[1]				
0 to 9 years	12.5%	18.75%	25%	31.25%	37.5%
10 to 19 years	25%	37.5%	50%	62.5%	75%
20 or more years	50%	75%	100%	125%	150%

[1] Matching contributions are limited to 4% of the participant's Compensation.

The applicable matching contribution percentage for Comparable Store Sales for 2014 and 2013 was 1% (or less) for both years.

The Employer may also, at its discretion, make a profit-sharing contribution to the Plan. Any profit-sharing contribution is allocated among eligible participants based on each participant's Compensation as a percentage of the total Compensation of all participants. No profit-sharing contributions were made during 2014 or 2013.

The IRC also contains a per participant annual limit on the amount of total participant and employer contributions. This limit was equal to the lesser of $52,000 or 100% of the participant's Compensation for 2014 and the lesser of $51,000 or 100% of the participant's Compensation for 2013.

Investment Options

Upon enrollment into the Plan, a participant may direct their employee contributions in any whole percentage increment to any of the investment fund options offered by the Plan, except for the Company's common stock investment. A participant may change investment elections for future contributions at any time and may transfer any existing balances among the offered funds, subject to exchange limitations imposed by the funds. Fidelity maintains participant contributions in mutual funds established as investment vehicles for qualified retirement plans.

The Company's common stock is not an investment option for participants. Until the date of the Merger, a participant was able to elect to transfer amounts out of its Company common stock investment and into another investment fund when they were 100% vested in their individual account. At no time were participants able to elect to transfer amounts from another fund into the Company common stock investment.

Participant Accounts

Each participant's individual account is credited with the i) participant's contributions, ii) employer matching contributions, iii) a pro-rata allocation of Plan earnings or losses, and iv) a pro-rata amount of Plan expenses not paid by the Company or forfeitures. Allocations of Plan earnings or

losses are based upon the ratio of each participant's account balance to the total amount of all participant accounts in the selected investment options.

Vesting

Participants are immediately vested in their contributions plus allocated Plan earnings or losses thereon. Vesting in the remainder of their account (i.e. Employer contributions plus Plan earnings or losses thereon) is based on years of service, as follows:

Years of Service [1]	Percent Vested
Less than 1 year	0%
1 year	50%
2 years	75%
3 years	100%

[1] To receive credit for a year of service, an employee must complete at least 1,000 hours of service in a Plan year.

A participant also becomes 100% vested upon either reaching retirement age (early retirement age 55 or normal retirement age 65) or if a participant's employment is terminated due to permanent disability or death.

Payment of Benefits

Participants, or their beneficiaries, may receive the vested portions of their account in a single-sum distribution payment or on an installment basis, as provided for in the Plan, upon termination of employment, retirement, permanent disability, or death. All distributions are paid in a lump-sum. Prior to the Merger, a participant could elect to have the portion of their account that was invested in Company common stock distributed in shares of the Company's common stock.

Withdrawals During Employment

Participants who are actively employed by the Employer may elect to withdraw ("In-Service Distribution") all or part of their account balance, as follows:

- All participants may withdraw all or part of the rollover contribution portion of their account balance. Participants are limited to one rollover contribution withdrawal in any Plan year.
- Participants 59 ½ years of age or older may withdraw all or part of their vested account balance.
- Upon demonstrating a financial need (i.e., "hardship"), as established by the Plan Administrator, a participant may withdraw all or part of their contributions from their account balance (excluding investment earnings thereon).

Participants receiving hardship withdrawals must suspend their contributions to the Plan for a period of six months following the receipt of the withdrawal.

Prior to January 1, 2010, the Plan allowed participants that continued their employment with the Employer after attaining age 70 ½ to elect to receive special In-Service Distributions of all or part of their account balance. Effective January 1, 2010, participants can no longer elect to receive this special In-Service Distribution; however, this benefit is available to participants who turned age 70 ½ prior to January 1, 2010.

Notes Receivable from Participants

Participants may borrow from $1,000 up to the lesser of $50,000 or 50% of the remaining vested portion of their account balance. Notes receivable from participants are collateralized by the remaining vested balance in the participants' account balance and bear interest at a fixed interest rate determined at the inception of the loan. The interest rate is calculated at the United States Federal Reserve Prime interest rate plus 1%. The prime interest rate during 2014 and 2013 was 3.25%. The prime interest rate is determined on the last business day of a calendar quarter. Interest rates in effect range from 4.25% to 6.75% at December 31, 2014 and 2013. The notes receivable from participants outstanding at December 31, 2014 mature at various dates through May 2024. Repayment of the notes receivable are made through mandatory payroll deductions not to exceed five years, or 10 years in the case of loans used to purchase a principal residence. Participants can have only one loan outstanding at any time.

Upon termination of employment, participants receiving a distribution of the vested portion of their account balance may request a direct rollover of their outstanding loan balance to another qualified plan that agrees to accept such loan rollover.

Forfeitures

Participants who terminate employment prior to becoming fully vested in the Employer contribution portion of their account balance forfeit any non-vested amounts. Per the Plan, the Plan Administrator may direct any forfeited amounts in the following order: i) any Plan expenses, ii) Employer contributions owed to the Plan, and iii) allocated on a pro-rata basis among the remaining eligible participants of the Plan. The balance in the forfeiture account was approximately $46,900 and $23,300 at December 31, 2014 and 2013, respectively. Forfeited non-vested accounts used during 2014 and 2013 totaled approximately $21,400 and $800, respectively, and were used to pay plan expenses.

Plan Amendments or Termination

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Use of Estimates

The financial statements of the Plan are prepared on the accrual basis of accounting. The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes

therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risk and Uncertainties

The Plan provides for various investment fund options. Investment securities are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with investment securities and the level of uncertainty related to changes in the value of such securities, it is at least reasonably possible that changes will occur in the near term and that such changes could materially affect participants' account balances and amounts reported in the Plan's financial statements.

Contributions

Participant contributions are accrued in the period that payroll deductions are made from Plan participants in accordance with salary deferral agreements. Employer matching contributions for the Plan year are accrued and recognized at year end, but paid annually, by the Company, after year end.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

The Plan Administrator determines the Plan's valuation measurements utilizing information provided by investment advisers, custodians, and an insurance company. See Note 4 for discussion of fair value measurements.

Pooled Separate Accounts

PRIAC commingled the Plan's assets with the assets of other qualified retirement plans for investment purposes under pooled separate account arrangements. Under this arrangement, PRIAC maintained a separate record of the Plan's investments within an investment fund option. The assets of each of the pooled separate accounts were invested in shares of designated underlying investment securities primarily consisting of mutual fund offerings of registered investment companies. The pooled separate accounts were credited with Plan contributions and earnings (losses) on the underlying investments, and charged for Plan withdrawals and administrative expenses billed to the Plan by PRIAC. The Plan did not have beneficial ownership in the specific underlying investment securities or other assets in the investment fund, but did have an interest therein represented by units valued as of the last business day of the period. Dividends and capital gains on the investment funds earned were automatically reinvested in additional units. Generally, contributions to and withdrawal payments from each investment fund were converted to units by dividing the amounts of such transactions by the unit

value as last determined, and participant accounts were charged or credited with the number of units attributable to each participant.

Investment Contract with Insurance Company

The Guaranteed Income Fund was the Plan's fully benefit-responsive investment contract with PRIAC (the "Investment Contract with Insurance Company"). At September 30, 2014 and December 31, 2013, the contract value of the Investment Contract with Insurance Company approximated fair value, as the insurance company was obligated to pay the contract value no later than 90 days from the date the Plan provided notice to discontinue and the Plan pays interest at guaranteed crediting rates that are determined in advance. See Note 5 for further discussion of the guaranteed crediting rates. As contract value approximates fair value, no contract value adjustment was presented in the Plan's financial statements. Contract value represents contributions made under the contract, plus earnings at the guaranteed crediting rates, less losses, participant withdrawals, and administrative expenses. Investment Contract with Insurance Company was carried at contract value because that is the amount equal to the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. 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. In the event of default, death, disability, or termination of employment, the entire outstanding principal and accrued interest associated with the Participant's loan is considered due and payable and, if not rolled over, is treated as a taxable distribution, to the participant, from the Plan.

Administrative Expenses

Certain costs and expenses incurred with regard to the purchase, sale, or transfer of investments are paid by the Plan to Fidelity, and until September 30, 2014 PRIAC. Investment advisory fees for portfolio management are paid to Fidelity, and until September 30, 2014 PRIAC, directly from investment fund earnings and thus are not separately identifiable as an expense of the Plan.

Related Party Transactions

Certain Plan investments were managed by Fidelity at December 31, 2014. Fidelity provides various services for the Plan, and therefore, transactions involving these assets qualified as party-in-interest transactions. Fees paid to Fidelity for investment management services were calculated based on the value of the investments. For the period from October 1, 2014 to December 31, 2014, the Plan paid $11,691 to Fidelity for investment management services.

Certain Plan investments including shares of pooled separate accounts, mutual funds and an investment contract with an insurance company were managed by PRIAC through September 30, 2014. Through that date, PRIAC provided various services for the Plan, and therefore, transactions involving these assets qualified as party-in-interest transactions. Fees paid to PRIAC for investment

management services were calculated based on the value of the investments. For the years ended December 31, 2014 and 2013, the Company paid $159,412 and $197,156, respectively, to PRIAC for investment management services.

At December 31, 2013, the Plan held approximately 101,869 of the Company's common stock with a cost basis of $2,696,939. The shares were held within the Plan's stock fund. As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for further discussion of the Merger.

Payment of Benefits

Benefit payments to participants are recorded when paid.

Recently Issued Accounting Guidance

Accounting Guidance Not Yet Adopted: In July 2015, the FASB issued ASU 2015-12 (Part II), Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part II) Plan Investment Disclosures. This amendment eliminates the requirement to disclose (i) individual investments that represent five percent or more of net assets available for benefits and (ii) the net appreciation or depreciation for investments by general type. This amendment is effective for fiscal years beginning after December 15, 2015, and should be applied retrospectively for all financial statements presented. Early application is permitted. The Company does not expect the adoption of this amendment to have a significant impact on the Plan Financial Statements.

Subsequent Events

All events and transactions occurring after December 31, 2014 have been evaluated for potential recognition and disclosure in the accompanying financial statements through October 8, 2015, the date the financial statements were available to be issued.

Employer Contribution

On April 1, 2015, the Company funded its discretionary contribution for the 2014 Plan year totaling $366,138.

Corrective Actions

In 2015, the Company made corrective actions to the Plan for the years ending December 31, 2014 and 2013 relating to participant contributions that were not properly deducted through payroll deductions. The Participant contributions made in 2015 relating to the 2014 and 2013 Plan years were $8,466 and $4,836, respectively. The earnings credited to Participants' accounts in 2015 relating to these corrective actions were $281 and $258 relating to the 2014 and 2013 Plan years, respectively. These corrective actions did not impact the Plan's tax status.

Plan Changes

Effective July 1, 2015, the Company made the following changes to the Plan: (i) the Plan will cover the Employer's non-highly compensated employees who are at least 21 years of age and have been employed at least for a period of six-continuous months, rather than non-highly compensated employees who are at least 18 years of age and have been employed at least for a period of six-continuous months in which they have completed 500 hours of service, as described in Note 1. Employees who are currently eligible to participate in the Plan who are 18, 19 or 20 years of age will be grandfathered and will remain eligible for the Plan; and (ii) discretionary employer contributions to the Plan will be based on 25% of the first 4% of a Plan participant's annual contribution to the Plan, and will no longer be based on a participant's years of continuous service with the Employer and the Company's comparable store sales for the year, as described in Note 2.

Plan Merger

Effective July 1, 2015, the vested assets of the PPP Plan were merged into the Plan, and the participants of the PPP Plan became participants in the Plan. See Note 1 for a description of the acquisition of PPP by the Company.

NOTE 3 - INFORMATION CERTIFIED BY THE TRUSTEE

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, at the instruction of the Plan Administrator, the Plan's independent certified public accountants did not perform any audit procedures with respect to the Plan's certified assets, and related activity, other than comparing information to certified statements provided by Fidelity and Prudential Bank & Trust, FSB (collectively the "Trustees"). The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule of assets (held at end of year), that was prepared by the Trustees and furnished to the Company. The Company has obtained certifications from the Trustees that such information is complete and accurate.

The following information was prepared by the respective Trustees as at each date presented and furnished to the Company:

	December 31,	
	2014	**2013**
Investments at fair value	$ 39,207,964	$ 37,915,961
Notes receivable from participants	$ 2,066,621	$ 1,877,441
Net appreciation in fair value of investments [(1)]	$ 1,271,566	$ 6,734,839
Interest and dividend income [(1)]	$ 1,719,280	$ 154,817
Interest income on notes receivable from participants [(1)]	$ 78,644	$ 78,553

[(1)] Amounts for 2014 represent the total of amounts certified by Fidelity for the period from October 1, 2014 to December 31, 2014 and from PRIAC for the period from January 1, 2014 to September 30, 2014.

The Plan's investments (including investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

	December 31,	
	2014	**2013**
Pooled separate accounts	$ 213,261	$ 5,316,767
Mutual funds	73,375	247,295
CEC Entertainment, Inc., common stock	984,930	1,170,777
Net appreciation in fair value of investments	$ 1,271,566	$ 6,734,839

The fair value of investments is as follows:

	December 31,	
	2014	**2013**
Pooled Separate Accounts:		
International Growth/Artisan Partners Fund	$ -	$ 3,289,710 *
Mid Cap Growth/Artisan Partners Fund	-	3,167,144 *
SA/T. Rowe Price Growth Stock Fund	-	2,893,415 *
Dryden S&P 500 Index Fund	-	2,112,396 *
Lifetime Aggressive Growth Fund	-	1,985,682
Lifetime Growth Fund	-	1,896,796
Mid Cap Value Fund (sub-advised by Wellington Management)	-	1,781,380
Lifetime Balanced Fund	-	1,632,613
Core Bond Enhanced Index/PIM Fund	-	1,557,437
Small Cap Growth/Times Square Fund	-	1,492,772
Small Cap Value/American Century Fund	-	1,115,134
Lifetime Conservative Growth Fund	-	486,967
Lifetime Income & Equity Fund	-	259,044
International Blend/Thornburg Fund	-	504,915
	-	24,175,405

December 31,

	2014		2013	
Mutual Funds:				
American Funds 2030 Target Date Retirement Fund	7,479,906	*	-	
American Funds 2025 Target Date Retirement Fund	6,586,121	*	-	
American Funds 2040 Target Date Retirement Fund	5,819,594	*	-	
American Funds 2035 Target Date Retirement Fund	4,199,998	*	-	
American Funds 2045 Target Date Retirement Fund	3,618,751	*	-	
American Funds 2020 Target Date Retirement Fund	3,348,101	*	-	
American Funds 2015 Target Date Retirement Fund	2,134,924	*	-	
American Funds 2050 Target Date Retirement Fund	1,997,448		-	
American Funds 2010 Target Date Retirement Fund	731,108		-	
ASTON/Fairpointe Mid Cap Fund I	656,492		-	
Spartan 500 Index Class	499,943		-	
Glenmede Large Cap Core Portfolio	376,859		-	
American Funds 2055 Target Date Retirement Fund	332,428		-	
Fidelity Contrafund	253,447		-	
Hodges Small Cap Fund	249,410		-	
American Funds Europacific Growth Fund	217,021		-	
Fidelity Spartan Extended Market Index Investment Fund	195,609		-	
Deutsche Alternative Asset Allocation Fund	123,345		-	
American Beacon Large Cap Value Fund	117,311		-	
Reliance Trust NY Life Anchor Account	115,410			
Fidelity Government Income Fund	93,599		-	
Loomis Sayles Bond Fund	61,139		-	
Columbia Dividend Opp A	-		2,298,223	*
PIMCO Total Return A	-		232,013	
Columbia Mid Cap Index A Fund	-		225,363	
Columbia Small Cap Index A Fund	-		170,591	
Prudential Global Real Estate Fund A	-		695	
	39,207,964		2,926,885	
Investment Contract with Insurance Company:				
Guaranteed Income Fund	-		6,302,923	*
Other:				
CEC Entertainment, Inc. Common Stock [(1)]	-		4,510,748	*
Total Investments, at Fair Value	$ 39,207,964		$ 37,915,961	

* Represents investments that are 5% or more of the fair value of the Plan's net assets available for plan benefits at the end of the year.
[(1)] Nonparticipant-directed investment.

NOTE 4 - FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or pay to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date. In determining fair value, U.S. GAAP established a three-level hierarchy used in measuring fair value, as follows:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 – Inputs to the valuation methodology include the following:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; or
- inputs that can be corroborated by other observable market data. If the asset or liability has a specified (contractual) term, the inputs are observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and measured using the Plan's Administrator's best estimate of fair value.

The asset'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 maximize the use of observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used for the years ended December 31, 2014 and 2013.

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

	Fair Value Measurements at December 31, 2014			
	Quoted Prices in Active Market for Identical Assets (Level 1)	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Total**
Pooled separate accounts [1]				
Growth funds	$ -	$ -	$ -	$ -
Value funds	-	-	-	-
Index funds	-	-	-	-
Balanced funds	-	-	-	-
Other funds	-	-	-	-
Total pooled separate accounts	-	-	-	-
Mutual funds [1]	39,092,554	115,410	-	39,207,964
Investment contract with insurance company [2]	-	-	-	-
CEC Entertainment, Inc. common stock [3]	-	-	-	-
Total Plan's assets	$ 39,092,554	$ 115,410	$ -	$39,207,964

	Fair Value Measurements at December 31, 2013			
	Quoted Prices in Active Market for Identical Assets (Level 1)	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Total**
Pooled separate accounts [1]				
Growth funds	$ -	$ 15,212,486	$ -	$ 15,212,486
Value funds	-	2,896,514	-	2,896,514
Index funds	-	3,669,833	-	3,669,833
Balanced funds	-	1,632,613	-	1,632,613
Other funds	-	763,959	-	763,959
Total pooled separate accounts	-	24,175,405	-	24,175,405
Mutual funds [1]	2,926,885	-	-	2,926,885
Investment contract with insurance company [2]	-	-	6,302,923	6,302,923
CEC Entertainment, Inc. common stock [3]	4,510,748	-	-	4,510,748
Total Plan's assets	$ 7,437,633	$ 24,175,405	$ 6,302,923	$ 37,915,961

[1] *Pooled separate accounts and mutual funds.* The fair value of units attributable to pooled separate accounts and mutual funds is measured by the net asset value at the end of the Plan year, which is determined by Fidelity and PRIAC for 2014 and 2013, respectively, and based on the fair market value of the underlying assets in the investment fund. Actively traded mutual funds are considered level 1 investments and pooled separate accounts and mutual funds that are traded in an inactive market are considered level 2 investments.

[2] *Investment contract with insurance company.* PRIAC determined the contract value of the fully benefit-responsive investment contract, which is the best estimate of fair value. Contract value represents contributions made under the contract, plus earnings, less losses, participant withdrawals, and administrative expenses. The guaranteed credit rate used to calculate earnings is the only significant unobservable input used to determine the fair value. See Note 5 for the guaranteed credit rate used in 2014 and 2013, which must be greater than or equal to the contractual minimum crediting rate.

[3] *CEC Entertainment, Inc. common stock.* As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for further discussion of the Merger. Prior to the Merger, the fair value of shares of CEC Entertainment, Inc. common stock was based on its quoted market price, which was the closing price on the last day of the Plan year as reported on the New York Stock Exchange. The per share fair value of CEC Entertainment, Inc. common stock at December 31, 2013 was $44.28.

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

All pooled separate accounts and mutual funds included in the Plan are measured at fair value based on the net asset value per share. These investments are valued on a daily redemption frequency and require a 30-day redemption notice period. There were no unfunded commitments, normal course of business restrictions, or other redemption restrictions for these investments.

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2014 and 2013. During 2014 and 2013, there were no unrealized gains or losses recorded in the Plan's assets classified within Level 3.

	Fair Value Measurement Using Significant Unobservable Inputs (Level 3) Years ended December 31,	
	2014	**2013**
Balance, beginning of year	$ 6,302,923	$ 7,782,528
Interest income included in earnings	96,394	162,792
Purchases	513,609	713,780
Distributions	(714,718)	(922,286)
Transfers:		
Into Level 3	2,047,180	991,963
Out of Level 3 [(1)]	(8,245,388)	(2,425,854)
Balance, end of year	$ -	$ 6,302,923

[(1)] Transfers out of Level 3 include the transfer of assets from Prudential to Fidelity on September 30, 2014, loan initiations and transfers to pooled separate accounts and mutual funds.

NOTE 5 - INVESTMENT CONTRACT WITH INSURANCE COMPANY

Investment Contract with Insurance Company was maintained by PRIAC. PRIAC held the contributions in a general account and was contractually obligated to repay the principal at a specified interest rate that is guaranteed to the Plan.

Interest is credited on contract balances using a single "portfolio rate" approach. Under this methodology, a single interest crediting rate is applied to all contributions made to the product regardless of the timing of those contributions. Interest crediting rates are reviewed on a semi-annual basis. The minimum crediting rate under the contract was 1.50% for both 2014 and 2013.

	December 31,	
	2014	**2013**
Average yields:		
Based on actual earnings [(1)]	1.62%	1.80%
Based on interest rate credited to participants [(2)]	1.62%	1.80%

[(1)] Computed by dividing the actual one-day earnings of the *contract* credited to the Plan on the last day of the Plan year by the fair value of the investment on the last day of the Plan year and then annualized.

[(2)] Computed by dividing the actual one-day earnings credited to *participants* on the last day of the Plan year by the fair value of the investment on the last day of the Plan year and then annualized.

Under the group annuity insurance contract that supports this product, participants were permitted to ordinarily direct permitted withdrawal or transfers of all or a portion of their account balance at contract value as soon as administratively possible. The contract was directly between the Plan and PRIAC. The repayment of principal and interest credited to participants was a financial obligation of PRIAC. Given these provisions, PRIAC considered this contract to be benefit responsive.

The Investment Contract with Insurance Company was terminated effective September 30, 2014.

NOTE 6 - NONPARTICIPANT-DIRECTED INVESTMENTS

The significant components of the changes in the Plan's net assets relating to the Company's common stock are as follows:

	December 31,	
	2014	**2013**
Additions:		
Employer contributions	$ 1,285	$ 661
Dividend earnings	-	103,266
Other additions	474	368
	1,759	104,295
Deductions:		
Transfers to participant-directed investments [(1)]	(5,456,982)	(258,111)
Benefits paid to participants	(23,154)	(116,419)
Other miscellaneous administrative expenses	(17,301)	(558,717)
	(5,497,437)	(933,247)
Net appreciation (depreciation) in fair value of the Company's common stock	984,930	1,170,777
Net increase (decrease)	$ (4,510,748)	$ 341,825

[(1)] In connection with the Merger, any untendered shares included in the CEC Entertainment stock fund after successful completion of the Tender Offer were sold immediately prior to completion of the Merger on February 14, 2014 and the proceeds were allocated within each participant's account according to the participant's current elected investment allocation. As a result of the Merger, shares of CEC stock are no longer an investment option. See Note 1 for a discussion of the CEC Entertainment, Inc. Merger.

SUPPLEMENTAL SCHEDULE

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
SCHEDULE H, PART IV, LINE 4i -
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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	(d) Cost	(e) Current value
	Mutual Funds:			
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Contrafund – 2,587 units	**	$ 253,447
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Government Income Fund – 8,906 units	**	93,599
*	Fidelity Investments Institutional Operations Company, Inc.	Fidelity Spartan® Extended Market Index Fund – 3,545 units	**	195,609
*	Fidelity Investments Institutional Operations Company, Inc.	Spartan® 500 Index Fund – 6,863 units	**	499,943
*	Fidelity Investments Institutional Operations Company, Inc.	ASTON/Fairpointe Mid Cap Fund – 15,792 units	**	656,492
*	Fidelity Investments Institutional Operations Company, Inc.	Reliance Trust NY Life Anchor Account – 11,260 units	**	115,410
*	Fidelity Investments Institutional Operations Company, Inc.	Hodges Small Cap Fund – 12,470 units	**	249,410
*	Fidelity Investments Institutional Operations Company, Inc.	Deutsche Alternative Asset Allocation Fund – 13,306 units	**	123,345
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds EuroPacific Growth Fund – 4,614 units	**	217,021
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2015 Target Date Retirement Fund – 193,031 units	**	2,134,924
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2020 Target Date Retirement Fund – 289,128 units	**	3,348,101
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2025 Target Date Retirement Fund – 535,893 units	**	6,586,121
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2030 Target Date Retirement Fund – 586,200 units	**	7,479,906
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2035 Target Date Retirement Fund – 327,613 units	**	4,199,998
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2040 Target Date Retirement Fund – 449,043 units	**	5,819,594
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2045 Target Date Retirement Fund – 277,725 units	**	3,618,751
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2050 Target Date Retirement Fund – 156,786 units	**	1,997,448
*	Fidelity Investments Institutional Operations Company, Inc.	American Funds 2055 Target Date Retirement Fund – 21,241 units	**	332,428

CEC ENTERTAINMENT 401(K) RETIREMENT & SAVINGS PLAN
SCHEDULE H, PART IV, LINE 4i -
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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	(d) Cost	(e) Current value
*		Fidelity Investments Institutional Operations Company, Inc.	American Funds 2010 Target Date Retirement Fund – 70,570 units	**	$ 731,108
*		Fidelity Investments Institutional Operations Company, Inc.	Loomis Sayles Bond Fund – 4,123 units	**	61,139
*		Fidelity Investments Institutional Operations Company, Inc.	American Beacon Large Cap Value Fund – 4,029 units	**	117,311
*		Fidelity Investments Institutional Operations Company, Inc.	Glenmede Large Cap Core Portfolio – 17,343 units	**	376,859
		Total Investments			$39,207,964
*		Notes Receivable from Participants	Varying maturity dates from 2015 to 2024 and interest rates ranging from 4.25% to 6.75%.	**	$ 2,066,621

* Identified as a party-in-interest to the Plan.
** Cost information is omitted as permitted for participant-directed transactions under an individual account plan.