

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2014</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>	
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 ☒ a single-employer plan; ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT PENSION PLAN OF ERACHEM COMILOG, INC.</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>006</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1984</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>006</u>	1c Effective date of plan <u>01/01/1984</u>	
1b Three-digit plan number (PN) ▶	<u>006</u>				
1c Effective date of plan <u>01/01/1984</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>ERACHEM COMILOG, INC.</u> <u>610 PITTMAN ROAD</u> <u>BALTIMORE, MD 21226</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>52-1272156</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>410-789-8800</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>325300</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>52-1272156</u>	2c Plan Sponsor's telephone number <u>410-789-8800</u>	2d Business code (see instructions) <u>325300</u>	
2b Employer Identification Number (EIN) <u>52-1272156</u>					
2c Plan Sponsor's telephone number <u>410-789-8800</u>					
2d Business code (see instructions) <u>325300</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2015	FRANCOIS-GUILLAUME LEJARS
	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 ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 120
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) 32
a(2) Total number of active participants at the end of the plan year	6a(2) 31
b Retired or separated participants receiving benefits	6b 45
c Other retired or separated participants entitled to future benefits.....	6c 20
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 96
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 24
f Total. Add lines 6d and 6e	6f 120
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1B 3H 1I	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ 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 _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2014</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

Round off amounts to nearest dollar.
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

<div>A Name of plan NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT PENSION PLAN OF ERACHEM COMILOG, INC.</div>	<div>B Three-digit plan number (PN) 006</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ERACHEM COMILOG, INC.</div>	<div>D Employer Identification Number (EIN) 52-1272156</div>

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2014			
2 Assets:			
a Market value	2a	7604401	
b Actuarial value	2b	7277582	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	65	4346491	4346491
b For terminated vested participants	23	482621	482621
c For active participants	32	1436529	1613271
d Total	120	6265641	6442383
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐		
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.47%	
6 Target normal cost	6	104952	

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

<div>SIGN HERE</div>	<div>10/06/2015</div> <div>Signature of actuary</div> <div>EMILY S. ADKINS</div> <div>Type or print name of actuary</div> <div>TOWERS WATSON DELAWARE INC.</div> <div>Firm name</div> <div>1001 LAKESIDE AVENUE SUITE 1900 CLEVELAND, OH 44114</div> <div>Address of the firm</div>	<div>Date</div> <div>14-07401</div> <div>Most recent enrollment number</div> <div>216-937-4000</div> <div>Telephone number (including area code)</div>
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>10.79</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		273265
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.30</u> %		17216
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		290481
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	112.96 %
15 Adjusted funding target attainment percentage	15	112.96 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	102.82 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
08/17/2015	33000	0			
			Totals ▶	18(b)	33000
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	29798
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd

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

21 Discount rate:				
a Segment rates:	1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	104952	
b Excess assets, if applicable, but not greater than line 31a	31b	104952	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	29798	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	29798	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		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 <u>NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT PENSION PLAN OF ERACHEM COMILOG, INC.</u>	B Three-digit plan number (PN) ► <u>006</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ERACHEM COMILOG, INC.</u>	D Employer Identification Number (EIN) <u>52-1272156</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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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)

TOWERS WATSON DELAWARE, INC.

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	ACTUARY	43328	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BANK OF AMERICA

(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?
65	BANK	12454	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

SEI PRIVATE TRUST COMPANY

23-3060382

(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?
19 21 25 28 49 51 52 62	TRUSTEE	34736	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2014 This Form is Open to Public Inspection
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>		
A Name of plan <u>NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT PENSION PLAN OF ERACHEM COMILOG, INC.</u>	B Three-digit plan number (PN) <u>006</u>	
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ERACHEM COMILOG, INC.</u>	D Employer Identification Number (EIN) <u>52-1272156</u>	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash		1a	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....		1b(1)	30000033000
(2) Participant contributions		1b(2)	
(3) Other.....		1b(3)	1833619501
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....		1c(1)	
(2) U.S. Government securities		1c(2)	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred		1c(3)(A)	
(B) All other		1c(3)(B)	
(4) Corporate stocks (other than employer securities):			
(A) Preferred		1c(4)(A)	
(B) Common.....		1c(4)(B)	
(5) Partnership/joint venture interests		1c(5)	
(6) Real estate (other than employer real property).....		1c(6)	
(7) Loans (other than to participants)		1c(7)	
(8) Participant loans.....		1c(8)	
(9) Value of interest in common/collective trusts		1c(9)	
(10) Value of interest in pooled separate accounts		1c(10)	
(11) Value of interest in master trust investment accounts		1c(11)	
(12) Value of interest in 103-12 investment entities.....		1c(12)	
(13) Value of interest in registered investment companies (e.g., mutual funds).....		1c(13)	72602598059899
(14) Value of funds held in insurance company general account (unallocated contracts).....		1c(14)	
(15) Other.....		1c(15)	

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	7578595	8112400

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	7578595	8112400
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	33000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		33000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	266861	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		266861
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		764753
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		1064614

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	434412	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		434412
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	49207	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	47190	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		96397
j Total expenses. Add all expense amounts in column (b) and enter total	2j		530809

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		533805
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

☒ Yes ☐ No

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

(1) Name: MISTER, BURTON & FRENCH, LLC

(2) EIN: 26-2574303

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

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

Part IV Compliance Questions

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

During the plan year:

- a** Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)
- b** Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

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

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>		<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2014</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014					
A Name of plan NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT PENSION PLAN OF ERACHEM COMILOG, INC.				B Three-digit plan number (PN) ►	006
C Plan sponsor's name as shown on line 2a of Form 5500 ERACHEM COMILOG, INC.				D Employer Identification Number (EIN) 52-1272156	
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	0
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): _____ 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	0
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)				6a	
b Enter the amount contributed by the employer to the plan for this plan year				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No					
Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.				Schedule R (Form 5500) 2014 v. 140124	

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): _____

NEW JOHNSONVILLE ELECTROLYTIC
MANGANESE PLANT PENSION PLAN
OF ERACHEM COMILOG, INC.

FINANCIAL STATEMENTS

DECEMBER 31, 2014 AND 2013

NEW JOHNSONVILLE ELECTROLYTIC
MANGANESE PLANT PENSION PLAN
OF ERACHEM COMILOG, INC.

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For the Years Ended December 31, 2014 and 2013

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MISTER, BURTON & FRENCH, LLC

CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT

To the Pension Plan Committee and Participants of
New Johnsonville Electrolytic Manganese Plant Pension
Plan of Erachem Comilog, Inc.
Baltimore, Maryland

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc. (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits for the years then ended, and 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 the internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 3 and 4, which was certified or provided by SEI Private Trust Company (SEI), the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's assets and executes transactions. As disclosed in Note 3, the plan administrator has obtained certifications from the trustee as of and for the years ended, December 31, 2014 and 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Emphasis of Matter

As discussed in Note 1 to the financial statements, the entity adopted new accounting guidance related to presentation of fair value of certain investments and disclosure of investments. Certain investments are now shown at contract value rather than fair value on the statement of net assets available for benefits. Prior year disclosures have also been revised to reflect the retrospective application of adopting these changes in accounting. Our disclaimer of opinion is not modified with respect to this matter.

Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2014 and reportable transactions for the year then ended, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Mister, Burton & French, LLC

Mister, Burton & French, LLC
Hunt Valley, Maryland
October 13, 2015

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2014	2013
ASSETS		
Investments at Fair Value	\$ 8,059,899	\$ 7,260,259
Contribution Receivable	33,000	300,000
Other Receivables	<u>19,501</u>	<u>18,336</u>
TOTAL ASSETS	8,112,400	7,578,595
LIABILITIES		
Liabilities	<u>-</u>	<u>-</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 8,112,400</u>	<u>\$ 7,578,595</u>

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

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the Years Ended December 31,	2014	2013
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Interest and Dividends	\$ 266,861	\$ 187,221
Net Appreciation in Fair Value of Investments	<u>764,753</u>	<u>565,605</u>
Total Investment Income	1,031,614	752,826
Contributions from Company	<u>33,000</u>	<u>300,000</u>
TOTAL ADDITIONS	<u>1,064,614</u>	<u>1,052,826</u>
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits Paid to Participants	434,412	450,016
Administrative Fees	<u>96,397</u>	<u>82,302</u>
TOTAL DEDUCTIONS	<u>530,809</u>	<u>532,318</u>
NET INCREASE IN NET ASSETS	533,805	520,508
Net Assets Available for Benefits, Beginning of Year	<u>7,578,595</u>	<u>7,058,087</u>
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	<u><u>\$ 8,112,400</u></u>	<u><u>\$ 7,578,595</u></u>

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

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 1: Plan Description and Significant Accounting Policies

Description of Plan

The following description of the New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc. (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

Erachem Comilog, Inc. (the Company) established the New Johnsonville Electrolytic Manganese Plant Pension Plan (prior plan name) in 1984 for certain employees. The Plan was amended and restated during 2001 and again effective January 1, 2007. The prior plan name was changed to the New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc. The Plan was most recently amended and restated effective January 1, 2011. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Eligibility

The Plan is a noncontributory defined benefit plan which covers substantially all New Johnsonville based hourly employees of the Company and provides for retirement, disability and death benefits. Any employee hired on or after January 1, 2006 shall not become an active participant in the Plan as the Plan is frozen for new participants. Employees hired prior to January 1, 2006, who were classified as full time employees and 21 years of age, were eligible for participation in the Plan. Employees were eligible to participate in the Plan after completing 30 days of active employment.

Contributions

The Company's contributions are actually determined based upon the use of mortality tables and each participant's remaining years of service until retirement. The benefit rate in effect for the years ended December 31, 2014 and 2013 was \$31.

Pension Benefits

Normal Retirement Dates	Eligible at later of age 62 and fifth anniversary of plan participation.
Normal Retirement Benefit	Monthly benefit if paid on a straight-life basis equal to the years of benefit service (maximum 33 1/3 years) multiplied by the appropriate benefit unit which was \$31 for the years ended December 31, 2014 and 2013.
Early Retirement Benefit	First day of any month following attainment of age 55 and completion of 10 year of continuous service at an actuarially reduced amount.
Special Early Retirement Benefit Window Period	An early retirement window was implemented, with retirements effective September 1, 2003 and July 1, 2004. Unreduced benefits and supplements payable prior to age 62 were the main provisions of the program.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 1: Plan Description and Significant Accounting Policies (Continued)

Pension Benefits (Continued)

Disability Retirement	Eligible upon total and permanent disability after ten years of continuous service. The accrued normal retirement benefit is payable immediately.
Benefit Service	All continuous service shall be credited with service during the last fractional year credited at a rate of 1/12 th of a year for every 173 hours of service.
Continuous service	One year is credited for each Plan year during which the employee completes 1,000 hours computed on an elapsed-time basis.
Employee Contributions	Employee contributions are not permitted by the Plan
Deferred Vested Termination	Eligible after five years of credited service. The accrued normal retirement benefit is payable at age 62 or, if the employee has at least 10 years of continuous service, is payable as early as age 55 at an actuarially reduced amount.
Pre-Retirement Spouse's Benefit	An employee may elect to receive a reduced benefit so that a benefit will be paid to his/her spouse if he/she should die prior to retirement but after completion of five years of credited service, provided that the employee has been married to his/her current spouse for at least one year. If the employee dies while eligible for early retirement, the surviving spouse will receive 50% of the benefit that would have been paid if the employee had retired on the day prior to his/her death and elected 50% joint and survivor benefit. If death occurs prior to eligibility for early retirement, the surviving spouse will receive the benefit that would have been paid had the employee terminated on the day of his/her death, survived to the earliest age for retirement, retired under the 50% joint and survivor option, and then died.
Forms of Payment	An employee may elect to receive his/her benefit on a straight-life basis or on an actuarially equivalent 50%, 75% or 100% joint and survivor basis. Unless otherwise elected, any benefit payable under the Plan shall be paid on a 50% joint and survivor basis, if the employee is then married or on a straight-life basis otherwise. If the present value of the participant's retirement benefit does not exceed \$15,000, it may be paid in a lump sum. Actuarial equivalence is based on the RP 2000 Blended Table and 6% interest, except for lump sums which are based on 417(e) applicable interest rate and mortality.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
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NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 1: Plan Description and Significant Accounting Policies (Continued)

Vesting

An employee becomes fully vested in accumulated normal retirement benefits, if, at the time of termination, five or more years of service have been credited. An employee immediately becomes 100% vested upon attaining the age of 62.

A summary of the Plan's significant accounting policies follows:

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein; disclosure of contingent assets and liabilities; and the actuarial present value of accumulated plan benefits at the date of the financial statements and changes therein. Actual results could differ from those estimates. The Plan uses an actuary to determine the actuarial present value of accumulated plan benefits. A change in the actuarial assumptions used could significantly change the amount of the actuarial present value of accumulated plan benefits reported in the accompanying financial statements.

Investments

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Pension Committee determines the Plan's valuation policies utilizing information provided by its investment advisors and trustees. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation in the fair value of investments, as presented in the statement of changes in net assets available for benefits, includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (see Note 5) are those estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to: a) retired or terminated employees or their beneficiaries, b) beneficiaries of employees who have died and c) present employees or their beneficiaries. Benefits for retired or terminated employees or their beneficiaries and accumulated plan benefits for active employees are based on a collectively bargained benefit unit depending on the date of retirement multiplied by of credited service. Benefits payable under all circumstances - retirement, death, disability and termination of employment - are included in accumulated plan benefits to the extent they are deemed attributable to employee service rendered to the valuation date.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 1: Plan Description and Significant Accounting Policies (Continued)

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

The Plan's expenses are paid either by the Plan or the Company, as provided by the plan document. Expenses that are paid directly by the Company are excluded from these financial statements. Certain expenses incurred in the administration of the Plan that are paid by the Plan are recorded as deductions in the accompanying statements of changes in net assets available for benefits. In addition, certain investment related expenses are included in net appreciation of fair value of investments presented in the accompanying statements of changes in net assets available for benefits.

Recent Pronouncements

In May 2015, the Financial Accounting Standards Board issued Accounting Standards Update No. 2015-07, *Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*. The amendments in this update remove the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. However, sufficient information must be provided to permit reconciliation of the fair value of assets categorized within the fair value hierarchy to the amounts presented in the statement of financial position. The amendments also remove the requirement to make certain disclosures for all investments that are eligible to be measured at fair value using the net asset value per share practical expedient. The amendments in this Update are effective for public business entities for fiscal years beginning after December 15, 2015. For all other entities, the amendments in this update are effective for fiscal years beginning after December 15, 2016. Early adoption is permitted. Upon adoption, the amendments shall be applied retrospectively to all periods presented. The Plan adopted the update for the 2014 plan year and the update was retroactively applied to December 31, 2013. Prior year disclosures in Note 4 have been revised to reflect the retrospective application. The impact of adopting this update is reflected in the financial statements.

In July 2015, the Financial Accounting Standards Board issued Accounting Standards Update No. 2015-12, *Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965) – (I) Fully Benefit-Responsive Investment Contracts, (II) Plan Investment Disclosures, and (III) Measurement Date Practical Expedient (a consensus of the FASB Emerging Issues Task Force)*. The purpose of this Update is to simplify plan accounting.

- The amendments in Part I of this Update designate contract value as the only required measure for direct investments in fully benefit-responsive investment contracts. Fully benefit responsive investment contracts will be presented at contract value; accordingly there will no longer be an adjustment from fair value to contract value on the face of the financial statements.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 1: Plan Description and Significant Accounting Policies (Continued)

Recent Pronouncements (Continued)

- The amendments in Part II of this Update will eliminate the requirements for plans to disclose (1) individual investments that represent 5% or more of net assets available for benefits and (2) the net appreciation or depreciation for investments by general type for both participant-directed investments and nonparticipant-directed investments. The net appreciation or depreciation in investments for the period will still be required to be presented in the aggregate. The amendments in Part II of this Update will also require that investments (both participant-directed and nonparticipant-directed investments) of employee benefit plans be grouped only by general type, eliminating the need to disaggregate the investments in multiple ways. In addition, if an investment is measured using the net asset value per share (or its equivalent) practical expedient in Topic 820 and that investment is in a fund that files a U.S. Department of Labor Form 5500, *Annual Return/Report of Employee Benefit Plan*, as a direct filing entity, disclosure of that investment's strategy will no longer be required.
- The amendments in Part III of this Update reduce complexity in employee benefit plan accounting by providing a practical expedient that permits plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with month-end.

The Update may be adopted in whole or by part (I, II, and III), as applicable. The amendments in this Update are effective for fiscal years beginning after December 15, 2015. Early adoption is permitted. Upon adoption, the amendments in Parts I and II shall be applied retrospectively to all periods presented; the amendments in Part III shall be applied prospectively. The Plan adopted amendments in Part I and Part II of this Update for the 2014 plan year, and the amendments Part I and II were retrospectively applied to December 31, 2013. Prior year disclosures in Notes 3 and 4 have been revised to reflect the retrospective application. The impact of adopting this Update is reflected in the financial statements.

Note 2: Funding Policy

The Plan is funded by the Company, which contributes to the Plan such amounts as are necessary to meet or exceed the minimum funding requirements of the Employee Retirement Income Security Act of 1974 (ERISA), to maintain the Plan on a sound actuarial basis, and to pay any administrative expenses not paid directly by the Company. Contributions totaling \$33,000 and \$300,000 were made for the years ended December 31, 2014 and 2013, respectively. The Company's contributions for 2014 and 2013 exceeded the minimum funding requirements of ERISA.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 3: Information Certified and Provided by SEI Private Trust Company

The following is a summary of the Plan's asset information as of and for the years ended December 31, 2014 and 2013, included throughout the Plan's financial statements and supplemental schedules that was prepared by or derived from information provided by SEI Private Trust Company (SEI), the trustee, and furnished to the plan administrator. The plan administrator has obtained certifications from the trustee that information provided to the plan administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedules related to the assets indicated in the table below.

	<u>2014</u>	<u>2013</u> (As Revised)
Investments at Fair Value		
Registered Investment Companies	<u>\$ 8,059,899</u>	<u>\$ 7,260,259</u>

SEI also certified to the completeness and accuracy of \$764,753 and \$565,605 of net appreciation of the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) and \$266,861 and \$187,221 of interest and dividends for the years ended December 31, 2014 and 2013, respectively.

Note 4: Fair Value Measurements

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

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

Level 2: Inputs to the valuation methodology include (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in inactive markets; (c) inputs other than quoted prices that are observable for the asset or liability; and (d) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 4: Fair Value Measurements (Continued)

Level 3: Inputs to the valuation methodology are unobservable for the asset or liability, significant to the fair value measurement, and include situations where there is little, if any, market activity for the asset or liability. The inputs into the determination of fair value are based upon the best information in the circumstances and may require significant management judgment or estimation.

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013:

Registered Investment Companies (Mutual Funds): Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

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

Assets at Fair Value as of December 31, 2014

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Registered Investment Companies	<u>\$ 8,059,899</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 8,059,899</u>

Assets at Fair Value as of December 31, 2013 (As Revised)

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Registered Investment Companies	<u>\$ 7,260,259</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,260,259</u>

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 5: Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits is determined by an actuary from Towers Watson and is the amount resulting from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The actuarial assumptions are based on the assumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The statements of accumulated plan benefits as of December 31, 2014 and 2013 and statements of changes in accumulated plan benefits for the years then ended are presented from information provided by the actuary as of January 1, 2015 and January 1, 2014, respectively, and for the years then ended. There were no significant changes in the Plan's provisions or coverage from neither December 31, 2014 to January 1, 2015 or from December 31, 2013 to January 1, 2014.

The actuary uses the traditional unit cost method, as specified in Section 412(b) of the Internal Revenue Code (IRC).

The Plan's actuary has estimated the actuarial present value of accumulated plan benefits as follows as of December 31, 2014 and 2013:

	<u>2014</u>	<u>2013</u>
Actuarial Present Value of Accumulated Plan Benefits		
Vested Benefits:		
Participating Employees	\$ 1,559,150	\$ 1,268,327
Retirees and Beneficiaries	4,681,201	4,024,895
Deferred Vested Benefits	<u>533,783</u>	<u>456,534</u>
	6,774,134	5,749,756
Nonvested Benefits	<u>190,925</u>	<u>150,160</u>
 TOTAL ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS	 <u><u>\$ 6,965,059</u></u>	 <u><u>\$ 5,899,916</u></u>

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 5: Accumulated Plan Benefits (Continued)

The Plan's actuary has estimated the changes in the actuarial present value of accumulated plan benefits as follows for the years ended December 31, 2014 and 2013:

	2014	2013
Actuarial Present Value of Accumulated Plan Benefits Beginning of Year	\$ 5,899,916	\$ 5,575,281
Changes During the Year Attributed to:		
Benefits Accumulated	37,657	31,485
Interest Related to Decrease in Discount Period	400,438	403,606
Benefits Paid	(434,059)	(450,711)
Change in Assumptions	1,063,091	398,805
Actuarial Gains	(1,984)	(58,550)
NET INCREASE	1,065,143	324,635
TOTAL ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS - END OF YEAR	<u>\$ 6,965,059</u>	<u>\$ 5,899,916</u>

Actuarial Assumptions:

Interest Rate The discount rate for ASC 960, *Accounting and Reporting by Defined Benefit Plans*, for the years ended December 31, 2014 and 2013, was 6.00% and 7.00%, respectively. The PPA effective interest rate for the years ended December 31, 2014 and 2013 were 6.27% and 6.47%, respectively.

Regular Mortality RP-2014 Blue Collar Mortality Table projected generationally using scale MP-2014 with separate tables for annuitants and non-annuitants

Disabled Mortality RP-2014 Disabled Retiree Mortality Table projected generationally using scale MP-2014 for males and females

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
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NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 5: Accumulated Plan Benefits (Continued)

Actuarial Assumptions (continued):

Retirement Age	Participants are assumed to retire in accordance with the following table:	
	<u>Age</u>	<u>Percent Expected to Retire</u>
	55-56	2%
	57	3%
	58-59	5%
	60-61	10%
	62-64	45%
	65 and Older	100%
Percentage		
Married	Males - 85%; Females - 85%	

The changes in assumptions since the prior valuation are as follows:

- The segment interest rates used to calculate the funding target and target normal cost were updated to the current valuation date as required by IRC 430.
- The mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvement, as required by IRC 430.
- The healthy mortality tables used for the plan accounting (ASC 960) were changed from the RP-2000 Blue Collar Generational Mortality Table for males and females to the RP-2014 Blue Collar mortality tables projected generationally using scale MP-2014 with separate tables for annuitants and non-annuitants.
- The disabled mortality tables used for the plan accounting (ASC 960) were changed from the 1985 Pension Disability tables for males and females to the RP-2014 Disabled Retiree mortality tables projected generationally using scale MP-2014 for males and females.
- The discount rate for plan accounting (ASC 960) was changed from 7.00% to 6.00%.

Note 6: Tax Status

The Plan obtained its latest determination letter on April 7, 2014, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). Although the Plan has been amended since the determination letter was received, the Pension Plan Committee believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC.

Management has evaluated the Plan's tax positions and concluded that the Plan has maintained its tax-exempt status and has taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examination by the federal, state or local tax authorities for years before 2011.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 7: Plan Termination

Although it has not expressed any intent to do so, the Company has the right, under the Plan, to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. All employees are 100% vested in their accumulated retirement benefits upon the Plan's termination. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- a. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding plan termination.
- b. Other vested benefits insured by the Pension Benefit Guaranty Corporation (PBGC) (a U.S. Government agency) up to the applicable limitations (discussed below).
- c. All other vested benefits (that is, vested benefits not insured by the PBGC).
- d. All non-vested benefits.

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

For plan terminations occurring during 2014 and 2013, the ceiling was \$4,943 and \$4,790 per month, respectively. The ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC.

NEW JOHNSONVILLE ELECTROLYTIC MANGANESE PLANT
PENSION PLAN OF ERACHEM COMILOG, INC.
NOTES TO FINANCIAL STATEMENTS

December 31, 2014 and 2013

Note 8: Related Party Transactions

The Plan invests in shares of interests in registered investment companies which are managed by an affiliate of SEI. SEI acts as trustee for the Plan. The Company provides certain accounting and administrative services to the Plan for which no fees are charged. Such transactions qualify as party-in-interest transactions which are exempt from the prohibited transaction rules.

Note 9: Risks and Uncertainties

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

Interest rate risk refers to the impact of interest rate changes on the Plan's financial position. Interest rate changes directly impact the fair value of fixed income securities held in the Plan. Interest rate changes also have an indirect impact on the other plan investments. Market risk is the risk that the market value of an investment will fluctuate as a result of changes in market price. Credit risk arises from the potential for an issuer or other counterparty to default on its contractual obligations to the Plan. Investments are recorded at fair value. This represents the maximum credit risk exposure of the Plan.

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

Note 10: Subsequent Events

The Plan has evaluated subsequent events through October 13, 2015, the date the financial statements were available to be issued.

New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.

**Schedule of Reportable Transactions
Form 5500, Schedule H, Line 4(j)
Year Ended December 31, 2014**

Plan Employer Identification Number: 52-1272156

Plan Number: 006

(a) Identity of Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Sales Price	(g) Cost of Asset	(h) Current Value on Transaction Date	(i) Net Gain or (Loss)
Series of Transactions						
* SEI Private Trust Company	SEI Long Duration Fund Class A	462,899	-	462,899	462,899	-
* SEI Private Trust Company	SEI Long Duration Fund Class A	-	345,028	337,882	345,028	7,146

* A party-in-interest as defined by ERISA

New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.

Schedule of Assets (Held at End of Year)

Form 5500, Schedule H, Line 4(i)

December 31, 2014

Plan Employer Identification Number: 52-1272156

Plan Number: 006

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer Borrower, Lessor Or Similar Party	Description of Investment, Including Maturity Date, Rate Of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	SEI Private Trust Company	S&P 500 Index Fund	\$ 580,819	\$ 657,601
*	SEI Private Trust Company	Large Cap Disciplined Equity Fund	550,070	658,353
*	SEI Private Trust Company	Small/Mid Cap Equity Fund	207,567	234,416
*	SEI Private Trust Company	World Equity Ex-US Fund	557,124	630,002
*	SEI Private Trust Company	Emerging Markets Equity Fund	142,352	133,179
*	SEI Private Trust Company	Emerging Markets Debt Fund	158,893	138,576
*	SEI Private Trust Company	High Yield Bond Fund	220,990	217,893
*	SEI Private Trust Company	Long Duration Fund Class A	5,107,185	5,389,879
TOTAL INVESTMENTS			<u><u>\$ 7,525,000</u></u>	<u><u>\$ 8,059,899</u></u>

* A party-in-interest as defined by ERISA.

The above information has been certified by SEI Private Trust Company as complete and accurate.

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Erachem Comilog, Inc.
EIN/PN	52-1272156/006
Plan Name	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
Valuation Date	January 1, 2014
Enrolled Actuary	Emily S. Adkins
Enrollment Number	14-07401

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

Plan Name:	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN:	52-1272156 / 006
Plan Sponsor:	Erachem Comilog, Inc.
Valuation Date:	January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2014

See Schedule B Part V, Statement of Actuarial Assumptions and Methods for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

x	q_x^r	l_x	${}_{x-55}p_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.02	1,000,000	1.000000	0.020000	1.100000
56	0.02	980,000	0.980000	0.019600	1.097600
57	0.03	960,400	0.960400	0.028812	1.642284
58	0.05	931,588	0.931588	0.046579	2.701582
59	0.05	885,009	0.885009	0.044250	2.610750
60	0.10	840,758	0.840758	0.084076	5.044560
61	0.10	756,682	0.756682	0.075668	4.615748
62	0.45	681,014	0.681014	0.306456	19.000272
63	0.45	374,558	0.374558	0.168551	10.618713
64	0.45	206,007	0.206007	0.092703	5.932992
65	1.00	113,304	0.113304	0.113304	7.364760
Average age at retirement					61.729261
Rounded for Schedule SB Line 22					62

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
 EIN / PN: 52-1272156 / 006
 Plan Sponsor: Erachem Comilog, Inc.
 Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 24 Changes in Actuarial Assumptions

- The plan related expenses assumption was changed from "current year expenses equal to prior year expenses paid from the trust" to the "non-PBGC expenses from the prior year plus an estimate of the PBGC premiums for the current plan year to be paid from the trust."

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data as of January 1, 2014

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	0		0		0		0		0		0		0		0		0		0	
25 - 29	0		0		0		0		0		0		0		0		0		0	
30 - 34	0		0		1		0		0		0		0		0		0		0	
35 - 39	0		0		0		3		0		0		0		0		0		0	
40 - 44	0		0		2		1		1		3		0		0		0		0	
45 - 49	0		0		0		3		1		4		0		0		0		0	
50 - 54	0		0		0		1		0		0		5		0		0		0	
55 - 59	0		0		0		0		0		0		1		0		4		0	
60 - 64	0		0		0		0		0		0		0		0		1		1	
65 - 69	0		0		0		0		0		0		0		0		0		0	
70 & Over	0		0		0		0		0		0		0		0		0		0	

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
 EIN / PN: 52-1272156 / 006
 Plan Sponsor: Erachem Comilog, Inc.
 Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

The following pages **from the 2014 actuarial valuation report** provide information on actuarial assumptions and methods for Part V of Schedule SB.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Appendix A- Statement of actuarial assumptions and methods

Economic Assumptions

- **Interest rate basis:**

Applicable month	September
Interest rate basis	3-Segment Rates

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
● First segment rate	4.99%	1.37%
● Second segment rate	6.32%	4.05%
● Third segment rate	6.99%	5.06%
● Effective interest rate	6.47%	4.34%

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

Plan-related expenses

Plan-related expenses are assumed to equal non-PBGC administrative expenses from the prior year plus an estimate of the PBGC premiums for the current year that are paid from the trust.

The amount included this year for plan-related expenses is \$61,119.

Mortality

For all participants: The prescribed mortality assumption under IRC §430(h)(3)(A) using static tables with separate mortality rates for annuitants and non-annuitants.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
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Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Disabled mortality

For all participants: The prescribed mortality assumption under IRC §430(h)(3)(A) using static tables with separate mortality rates for annuitants and non-annuitants.

Retirement

The following rates have been utilized as the assumed incidence of retirement:

Attained Age	Rate
55	2%
56	2
57	3
58	5
59	5
60	10
61	10
62	45
63	45
64	45
65 & Older	100

Disability rates

The rates at the following ages illustrate the incidence of disability assumed:

Annual Rate of Disability (per 1,000 lives)		
Attained Age	Males	Females
25	.93	.96
35	1.99	2.52
45	5.05	5.22
55	15.02	14.90

Compensation increases

Not applicable.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Future Increases in social security

Not applicable.

Future increases in maximum benefits and plan compensation limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC §415. Plan compensation is limited to the maximum presently allowed under IRC §401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Representative termination rates not due to disability, retirement or mortality

Annual Rate of Withdrawal		
Attained Age	Males	Females
20	.074	.125
25	.049	.074
30	.034	.049
35	.024	.034
40	.013	.024
45	.007	.013
50	Nil	.007
55	Nil	Nil
60 & over	Nil	Nil

Form of payment

Participants are assumed to elect the normal form.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of eligible participants are assumed to be married and male spouses are assumed to be three years older than female spouses.

Employees

It was assumed there will be no new or rehired employees.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Plan compensation

Not applicable.

Cash flow

Timing of benefit payments: Annuity payments are payable monthly at the beginning of the month.

Valuation date

First day of plan year.

Funding target

Present value of accrued benefits.

Target normal cost

Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.

Asset methods

Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings of 7.50% (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2013 plan year).

The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.

Plan Name:	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN:	52-1272156 / 006
Plan Sponsor:	Erachem Comilog, Inc.
Valuation Date:	January 1, 2014

SCHEDULE SB ATTACHMENTS

Benefits not valued

All benefits described in the Plan Provisions section of this report were valued.

Participant data

Employee data was supplied on an electronic listing as of the valuation date. Data on persons receiving benefits was supplied on an electronic listing by the employer.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

The following pages **from the 2014 actuarial valuation report** provide information on plan provisions for Part V of Schedule SB.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Appendix B - Summary of plan provisions

Effective date and most recent amendment

Amended and restated effective January 1, 2011.

Plan year

The twelve-month period ending December 31.

Coverage and participation

Each hourly rated employee at the New Johnsonville plant actively employed within the Bargaining Unit participates immediately upon the attainment of age 21. An employee who was not a participant on December 31, 2005 shall not be eligible to participate.

Credited service

Continuous Service:

One year is credited for each computation period during which the employee completes 1,000 hours. Such service shall be credited for eligibility and vesting purposes.

Benefit Service:

For purposes of accruing benefits, all continuous service shall be credited, with service during the last fractional year credited at a rate of 1/12th year for each 173 hours of service.

Final average compensation/salary

Not applicable.

Plan Name:	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN:	52-1272156 / 006
Plan Sponsor:	Erachem Comilog, Inc.
Valuation Date:	January 1, 2014

SCHEDULE SB ATTACHMENTS

Normal retirement benefit

Eligible at later of age 62 and fifth anniversary of participation in plan.

A monthly pension, if paid on a straight-life basis, equal to years of Benefit Service (with applicable maximum) multiplied by the appropriate benefit unit:

Date of Retirement	Benefit Unit	Benefit Service Max.
Prior to 7/1/1986	\$10.00	30
7/1/86 through 6/30/89	12.00	30
7/1/89 through 6/30/91	16.00	30
7/1/91 through 6/30/92	17.00	30
7/1/92 through 6/30/93	18.00	30
7/1/93 through 6/30/97	19.00	30
7/1/97 through 6/30/98	23.00	33-1/3
7/1/98 through 6/30/99	25.00	33-1/3
7/1/99 through 6/30/00	26.00	33-1/3
7/1/00 through 6/30/01	27.00	33-1/3
7/1/01 through 6/30/02	29.00	33-1/3
7/1/02 through 6/30/03	30.00	33-1/3
After 7/1/03	31.00	33-1/3

An employee rehired after January 1, 2006 shall only receive the accrued benefit earned prior to January 1, 2006.

Early retirement benefit

Eligible at age 55 with 10 years of Continuous Service.

The accrued normal retirement benefit is payable at age 62 or, alternatively, payable immediately in a reduced amount as follows:

Age	Early Retirement Factor
55	0.55
56	0.60
57	0.65
58	0.71
59	0.77
60	0.84
61	0.92
62	1.00

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Disability benefit

Eligible upon total and permanent disability after 10 years of Continuous Service.

The accrued normal retirement benefit is payable immediately.

Deferred vested termination

Eligible after 5 years of Credited Service.

The accrued normal retirement benefit is payable at age 62 or, if the employee has at least 10 years of Continuous Service, payable as early as age 55 in an actuarially reduced amount.

Pre-retirement spouse's benefit

The surviving spouse is eligible upon the death of an employee after five years of Continuous Service.

If the employee dies while eligible for early retirement, the surviving spouse will receive 50% of the benefit that would have been paid if the employee had retired on the day prior to his death and elected a 50% Joint & Survivor benefit. If death occurs prior to eligibility for early retirement, the surviving spouse will receive the benefit that would have been paid had the employee terminated on the day of his death, survived to the earliest age for retirement, retired under the 50% Joint & Survivor option, and then died.

Optional forms of retirement income in lieu of normal form

An employee may elect to receive his benefit on a straight-life basis or on an actuarially equivalent 50%, 75% or 100% Joint and Survivor basis. Unless otherwise elected, any benefit payable under the Plan shall be paid on a 50% Joint and Survivor basis, if the employee is then married or on a straight-life basis otherwise. If the present value of the retirement benefit does not exceed \$15,000, it may be paid in a lump sum. Actuarial equivalence is based on the RP-2000 Blended Table and 6.00% interest except for lump sums which are based on 417(e) applicable interest rates and mortality.

Maximum on benefits and pay

All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective. Increases in the dollar limits are not assumed for determining contributions.

Future plan changes

No future plan changes were recognized in determining minimum and maximum contributions.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Special early retirement window period

An early retirement window was implemented, with retirements effective September 1, 2003 and July 1, 2004. Unreduced benefits and supplements payable prior to age 62 were the main provisions of the program.

Changes in plan provisions since last actuarial valuation

There have been no changes in plan provisions since the prior funding valuation. To our knowledge, no changes are pending.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN: 52-1272156 / 006
Plan Sponsor: Erachem Comilog, Inc.
Valuation Date: January 1, 2014

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

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

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

A Name of plan New Johnsonville Electrolytic Mang Plant Pen Pn	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:70%;">B Three-digit plan number (PN) ►</td> <td style="width:30%; text-align: center;">006</td> </tr> </table>	B Three-digit plan number (PN) ►	006
B Three-digit plan number (PN) ►	006		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Erachem Comilog, Inc.	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td>D Employer Identification Number (EIN) 52-1272156</td> </tr> </table>	D Employer Identification Number (EIN) 52-1272156	
D Employer Identification Number (EIN) 52-1272156			
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:45%;"> E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B </td> <td style="width:55%;"> F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500 </td> </tr> </table>		E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☒ 101-500 ☐ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2014</u>			
2 Assets:			
a Market value	2a	7604401	
b Actuarial value	2b	7277582	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	65	4346491	4346491
b For terminated vested participants	23	482621	482621
c For active participants	32	1436529	1613271
d Total	120	6265641	6442383
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5		6.47%
6 Target normal cost	6		104952

Statement by Enrolled Actuary

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

SIGN HERE	 Signature of actuary	 Date
	Emily S. Adkins Type or print name of actuary	1407401 Most recent enrollment number
	Towers Watson Delaware Inc. Firm name	216-937-4000 Telephone number (including area code)
	1001 Lakeside Avenue, Suite 1900 Cleveland OH 44114 Address of the firm	

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

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

Schedule SB (Form 5500) 2014
v. 140124

Part II	Beginning of Year Carryover and Prefunding Balances
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	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>10.79%</u>	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		273265
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.30%</u>		17216
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		290481
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III	Funding Percentages
-----------------	----------------------------

14	Funding target attainment percentage	14	112.96%
15	Adjusted funding target attainment percentage	15	112.96%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	102.82%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV	Contributions and Liquidity Shortfalls
----------------	---

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
08/17/2015	33000				
			Totals ►	18(b)	33000 18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	29798

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

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

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

21 Discount rate:				
a Segment rates:	1st segment: 4.99%	2nd segment: 6.32%	3rd segment: 6.99%	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	104952	
b Excess assets, if applicable, but not greater than line 31a	31b	104952	
32 Amortization installments:			
a Net shortfall amortization installment	Outstanding Balance	Installment	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	29798	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	29798	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

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

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Erachem Comilog, Inc.
EIN/PN	52-1272156/006
Plan Name	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
Valuation Date	January 1, 2014
Enrolled Actuary	Emily S. Adkins
Enrollment Number	14-07401

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

Plan Name:	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
EIN / PN:	52-1272156 / 006
Plan Sponsor:	Erachem Comilog, Inc.
Valuation Date:	January 1, 2014

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2014

See Schedule B Part V, Statement of Actuarial Assumptions and Methods for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

x	q_x^r	l_x	${}_{x-55}p_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.02	1,000,000	1.000000	0.020000	1.100000
56	0.02	980,000	0.980000	0.019600	1.097600
57	0.03	960,400	0.960400	0.028812	1.642284
58	0.05	931,588	0.931588	0.046579	2.701582
59	0.05	885,009	0.885009	0.044250	2.610750
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61	0.10	756,682	0.756682	0.075668	4.615748
62	0.45	681,014	0.681014	0.306456	19.000272
63	0.45	374,558	0.374558	0.168551	10.618713
64	0.45	206,007	0.206007	0.092703	5.932992
65	1.00	113,304	0.113304	0.113304	7.364760
Average age at retirement					61.729261
Rounded for Schedule SB Line 22					62

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
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SCHEDULE SB ATTACHMENTS

Schedule SB, Line 24 Changes in Actuarial Assumptions

- The plan related expenses assumption was changed from "current year expenses equal to prior year expenses paid from the trust" to the "non-PBGC expenses from the prior year plus an estimate of the PBGC premiums for the current plan year to be paid from the trust."

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SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data as of January 1, 2014

Attained Age	Years of Credited Service															
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	0		0		0		0		0		0		0		0	
25 - 29	0		0		0		0		0		0		0		0	
30 - 34	0		0		1		0		0		0		0		0	
35 - 39	0		0		0		3		0		0		0		0	
40 - 44	0		0		2		1		1		3		0		0	
45 - 49	0		0		0		3		1		4		0		0	
50 - 54	0		0		0		1		0		0		5		0	
55 - 59	0		0		0		0		0		0		1		4	
60 - 64	0		0		0		0		0		0		0		1	
65 - 69	0		0		0		0		0		0		0		0	
70 & Over	0		0		0		0		0		0		0		0	

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SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

The following pages **from the 2014 actuarial valuation report** provide information on actuarial assumptions and methods for Part V of Schedule SB.

Plan Name:	New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
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Valuation Date:	January 1, 2014

SCHEDULE SB ATTACHMENTS

Appendix A- Statement of actuarial assumptions and methods

Economic Assumptions

- **Interest rate basis:**

Applicable month	September
Interest rate basis	3-Segment Rates

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
● First segment rate	4.99%	1.37%
● Second segment rate	6.32%	4.05%
● Third segment rate	6.99%	5.06%
● Effective interest rate	6.47%	4.34%

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

Plan-related expenses

Plan-related expenses are assumed to equal non-PBGC administrative expenses from the prior year plus an estimate of the PBGC premiums for the current year that are paid from the trust.

The amount included this year for plan-related expenses is \$61,119.

Mortality

For all participants: The prescribed mortality assumption under IRC §430(h)(3)(A) using static tables with separate mortality rates for annuitants and non-annuitants.

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Disabled mortality

For all participants: The prescribed mortality assumption under IRC §430(h)(3)(A) using static tables with separate mortality rates for annuitants and non-annuitants.

Retirement

The following rates have been utilized as the assumed incidence of retirement:

Attained Age	Rate
55	2%
56	2
57	3
58	5
59	5
60	10
61	10
62	45
63	45
64	45
65 & Older	100

Disability rates

The rates at the following ages illustrate the incidence of disability assumed:

Annual Rate of Disability (per 1,000 lives)		
Attained Age	Males	Females
25	.93	.96
35	1.99	2.52
45	5.05	5.22
55	15.02	14.90

Compensation increases

Not applicable.

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Future Increases in social security

Not applicable.

Future increases in maximum benefits and plan compensation limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC §415. Plan compensation is limited to the maximum presently allowed under IRC §401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Representative termination rates not due to disability, retirement or mortality

Annual Rate of Withdrawal		
Attained Age	Males	Females
20	.074	.125
25	.049	.074
30	.034	.049
35	.024	.034
40	.013	.024
45	.007	.013
50	Nil	.007
55	Nil	Nil
60 & over	Nil	Nil

Form of payment

Participants are assumed to elect the normal form.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of eligible participants are assumed to be married and male spouses are assumed to be three years older than female spouses.

Employees

It was assumed there will be no new or rehired employees.

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Plan Sponsor: Erachem Comilog, Inc.
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SCHEDULE SB ATTACHMENTS

Plan compensation

Not applicable.

Cash flow

Timing of benefit payments: Annuity payments are payable monthly at the beginning of the month.

Valuation date

First day of plan year.

Funding target

Present value of accrued benefits.

Target normal cost

Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year.

Asset methods

Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings of 7.50% (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2013 plan year).

The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.

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Benefits not valued

All benefits described in the Plan Provisions section of this report were valued.

Participant data

Employee data was supplied on an electronic listing as of the valuation date. Data on persons receiving benefits was supplied on an electronic listing by the employer.

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SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

The following pages from the 2014 actuarial valuation report provide information on plan provisions for Part V of Schedule SB.

Plan Name: New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.
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Valuation Date: January 1, 2014

SCHEDULE SB ATTACHMENTS

Appendix B - Summary of plan provisions

Effective date and most recent amendment

Amended and restated effective January 1, 2011.

Plan year

The twelve-month period ending December 31.

Coverage and participation

Each hourly rated employee at the New Johnsonville plant actively employed within the Bargaining Unit participates immediately upon the attainment of age 21. An employee who was not a participant on December 31, 2005 shall not be eligible to participate.

Credited service

Continuous Service:

One year is credited for each computation period during which the employee completes 1,000 hours. Such service shall be credited for eligibility and vesting purposes.

Benefit Service:

For purposes of accruing benefits, all continuous service shall be credited, with service during the last fractional year credited at a rate of 1/12th year for each 173 hours of service.

Final average compensation/salary

Not applicable.

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Normal retirement benefit

Eligible at later of age 62 and fifth anniversary of participation in plan.

A monthly pension, if paid on a straight-life basis, equal to years of Benefit Service (with applicable maximum) multiplied by the appropriate benefit unit:

Date of Retirement	Benefit Unit	Benefit Service Max.
Prior to 7/1/1986	\$10.00	30
7/1/86 through 6/30/89	12.00	30
7/1/89 through 6/30/91	16.00	30
7/1/91 through 6/30/92	17.00	30
7/1/92 through 6/30/93	18.00	30
7/1/93 through 6/30/97	19.00	30
7/1/97 through 6/30/98	23.00	33-1/3
7/1/98 through 6/30/99	25.00	33-1/3
7/1/99 through 6/30/00	26.00	33-1/3
7/1/00 through 6/30/01	27.00	33-1/3
7/1/01 through 6/30/02	29.00	33-1/3
7/1/02 through 6/30/03	30.00	33-1/3
After 7/1/03	31.00	33-1/3

An employee rehired after January 1, 2006 shall only receive the accrued benefit earned prior to January 1, 2006.

Early retirement benefit

Eligible at age 55 with 10 years of Continuous Service.

The accrued normal retirement benefit is payable at age 62 or, alternatively, payable immediately in a reduced amount as follows:

Age	Early Retirement Factor
55	0.55
56	0.60
57	0.65
58	0.71
59	0.77
60	0.84
61	0.92
62	1.00

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SCHEDULE SB ATTACHMENTS

Disability benefit

Eligible upon total and permanent disability after 10 years of Continuous Service.

The accrued normal retirement benefit is payable immediately.

Deferred vested termination

Eligible after 5 years of Credited Service.

The accrued normal retirement benefit is payable at age 62 or, if the employee has at least 10 years of Continuous Service, payable as early as age 55 in an actuarially reduced amount.

Pre-retirement spouse's benefit

The surviving spouse is eligible upon the death of an employee after five years of Continuous Service.

If the employee dies while eligible for early retirement, the surviving spouse will receive 50% of the benefit that would have been paid if the employee had retired on the day prior to his death and elected a 50% Joint & Survivor benefit. If death occurs prior to eligibility for early retirement, the surviving spouse will receive the benefit that would have been paid had the employee terminated on the day of his death, survived to the earliest age for retirement, retired under the 50% Joint & Survivor option, and then died.

Optional forms of retirement income in lieu of normal form

An employee may elect to receive his benefit on a straight-life basis or on an actuarially equivalent 50%, 75% or 100% Joint and Survivor basis. Unless otherwise elected, any benefit payable under the Plan shall be paid on a 50% Joint and Survivor basis, if the employee is then married or on a straight-life basis otherwise. If the present value of the retirement benefit does not exceed \$15,000, it may be paid in a lump sum. Actuarial equivalence is based on the RP-2000 Blended Table and 6.00% interest except for lump sums which are based on 417(e) applicable interest rates and mortality.

Maximum on benefits and pay

All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective. Increases in the dollar limits are not assumed for determining contributions.

Future plan changes

No future plan changes were recognized in determining minimum and maximum contributions.

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Special early retirement window period

An early retirement window was implemented, with retirements effective September 1, 2003 and July 1, 2004. Unreduced benefits and supplements payable prior to age 62 were the main provisions of the program.

Changes in plan provisions since last actuarial valuation

There have been no changes in plan provisions since the prior funding valuation. To our knowledge, no changes are pending.

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New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.

**Schedule of Reportable Transactions
Form 5500, Schedule H, Line 4(j)
Year Ended December 31, 2014**

Plan Employer Identification Number: 52-1272156

Plan Number: 006

(a) Identity of Party Involved	(b) Description of Assets	(c) Purchase Price	(d) Sales Price	(g) Cost of Asset	(h) Current Value on Transaction Date	(i) Net Gain or (Loss)
<u>Series of Transactions</u>						
* SEI Private Trust Company	SEI Long Duration Fund Class A	462,899	-	462,899	462,899	-
* SEI Private Trust Company	SEI Long Duration Fund Class A	-	345,028	337,882	345,028	7,146

* A party-in-interest as defined by ERISA

New Johnsonville Electrolytic Manganese Plant Pension Plan of Erachem Comilog, Inc.

Schedule of Assets (Held at End of Year)

Form 5500, Schedule H, Line 4(i)

December 31, 2014

Plan Employer Identification Number: 52-1272156

Plan Number: 006

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer Borrower, Lessor Or Similar Party	Description of Investment, Including Maturity Date, Rate Of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	SEI Private Trust Company	S&P 500 Index Fund	\$ 580,819	\$ 657,601
*	SEI Private Trust Company	Large Cap Disciplined Equity Fund	550,070	658,353
*	SEI Private Trust Company	Small/Mid Cap Equity Fund	207,567	234,416
*	SEI Private Trust Company	World Equity Ex-US Fund	557,124	630,002
*	SEI Private Trust Company	Emerging Markets Equity Fund	142,352	133,179
*	SEI Private Trust Company	Emerging Markets Debt Fund	158,893	138,576
*	SEI Private Trust Company	High Yield Bond Fund	220,990	217,893
*	SEI Private Trust Company	Long Duration Fund Class A	5,107,185	5,389,879
TOTAL INVESTMENTS			<u><u>\$ 7,525,000</u></u>	<u><u>\$ 8,059,899</u></u>

* A party-in-interest as defined by ERISA.

The above information has been certified by SEI Private Trust Company as complete and accurate.