

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>MW INDUSTRIES, INC. CONSOLIDATED EMPLOYER RETIREMENT SAVINGS PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/2001</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/2001</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/2001</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>MATTHEW WARREN, INC.</u> <u>MW INDUSTRIES, INC.</u> <u>9501 TECHNOLOGY BLVD</u> <u>SUITE 401</u> <u>ROSEMONT, IL 60018-5237</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>38-2938499</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>847-349-5786</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>332610</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>38-2938499</u>	2c Plan Sponsor's telephone number <u>847-349-5786</u>	2d Business code (see instructions) <u>332610</u>	
2b Employer Identification Number (EIN) <u>38-2938499</u>					
2c Plan Sponsor's telephone number <u>847-349-5786</u>					
2d Business code (see instructions) <u>332610</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.	10/15/2015	JIM THOMPSON
	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 MATTHEW WARREN, INC.	4b EIN 43-1715958 4c PN 001
5 Total number of participants at the beginning of the plan year	5 1123
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits..... d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6a(1) 1062 6a(2) 1030 6b 2 6c 73 6d 1105 6e 0 6f 1105 6g 1072 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: 2G 2E 2F 2J 2K 2R 2T 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</u> 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 _____

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>MW INDUSTRIES, INC. CONSOLIDATED EMPLOYER RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ► <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MATTHEW WARREN, INC.</u>	D Employer Identification Number (EIN) <u>38-2938499</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65 71	RECORDKEEPER	73563	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AF EUROPAC GRTH R4 - AMERICAN FUND 95-2566717	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AM CENT SMCAPVAL INV - AMERICAN CE 44-0619208	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN MID CAP INV - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN MID CAP VAL - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
TRP INTL DISCOVERY - T. ROWE PRICE 52-2269240	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>		
A Name of plan <u>MW INDUSTRIES, INC. CONSOLIDATED EMPLOYER RETIREMENT SAVINGS PLAN</u>		B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MATTHEW WARREN, INC.</u>		D Employer Identification Number (EIN) <u>38-2938499</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	26212495	47
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	40178	18196
(2) Participant contributions.....	1b(2)	67949	26859
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	0	79865
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	42429	218713
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	1910043	1797620
(9) Value of interest in common/collective trusts	1c(9)	0	8387301
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	27721377	50925603
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	55994471	61454204

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	55994471	61454204
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Part II Income and Expense Statement

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

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2103969	
(B) Participants	2a(1)(B)	3593694	
(C) Others (including rollovers)	2a(1)(C)	1050442	
(2) Noncash contributions	2a(2)	0	6748105
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	8	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	92681	
(F) Other	2b(1)(F)	0	92689
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		

(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	781	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1923073	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1923854

(3) Rents	2b(3)		0
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	245636	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	232006	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		13630

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	-30423	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-30423

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		244069
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1463274
c Other income.....	2c		1
d Total income. Add all income amounts in column (b) and enter total.....	2d		10455199

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	4896467	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		4896467
f Corrective distributions (see instructions).....	2f		0
g Certain deemed distributions of participant loans (see instructions).....	2g		26564
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other.....	2i(4)	72435	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		72435
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4995466

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		5459733
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ 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: PLANTE & MORAN, PLLC

(2) EIN: 38-1357951

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		73615
4b		X	

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

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection.
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan <u>MW INDUSTRIES, INC. CONSOLIDATED EMPLOYER RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MATTHEW WARREN, INC.</u>	D Employer Identification Number (EIN) <u>38-2938499</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

**Financial Report
December 31, 2014**

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

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Independent Auditor's Report

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 Note 3, which was certified by Fidelity Management Trust Company and Delaware Charter Guarantee and Trust Company and Principal Life Insurance Company on behalf of Union Bond and Trust (an affiliate of Principal Life Insurance Company) (collectively, the "Trustees"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustees hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained a certification from the Trustees as of December 31, 2014 and 2013 and for the year ended December 31, 2014 that the information provided to the plan administrator by the Trustees is complete and accurate.

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Disclaimer of Opinion

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

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2014 and delinquent participant contributions for the year ended December 31, 2014 are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matters 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 by the Trustees, 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.

Plante & Moreau, PLLC

Elgin, Illinois
September 25, 2015

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Net Assets Available for Benefits

	December 31, 2014	December 31, 2013
Assets		
Participant-directed investments:		
Money market funds	\$ 5,491	\$ -
Mutual funds	50,796,430	27,699,624
Common collective trust fund	8,387,301	-
Self-directed brokerage accounts	422,307	64,182
Total participant-directed investments	59,611,529	27,763,806
Contributions receivable:		
Employee	26,859	67,949
Employer	18,196	40,178
Total contributions receivable	45,055	108,127
Participant notes receivable	1,797,620	1,910,043
Cash	-	26,212,495
Net Assets Reflecting All Investments at Fair Value	61,454,204	55,994,471
Adjustment from Fair Value to Contract Value for Interest in Common Collective Trust Fund Relating to Fully Benefit-responsive Investment Contracts	(145,995)	-
Net Assets Available for Benefits	\$ 61,308,209	\$ 55,994,471

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Changes in Net Assets Available for Benefits Year Ended December 31, 2014

Additions to Net Assets

Contributions:

Employee	\$ 3,593,694
Employer	2,103,969
Rollovers	<u>1,050,442</u>

Total contributions	6,748,105
---------------------	-----------

Investment income:

Interest and dividends	1,923,862
------------------------	-----------

Net realized and unrealized gains (losses) on investments:

Mutual funds	1,463,275
Common collective trust fund	98,074
Self-directed brokerage accounts	<u>(16,793)</u>

Net realized and unrealized gains	<u>1,544,556</u>
-----------------------------------	------------------

Total investment income	3,468,418
-------------------------	-----------

Interest from participant notes receivable	<u>92,681</u>
--	---------------

Total additions	10,309,204
-----------------	------------

Deductions from Net Assets

Benefits paid directly to participants or beneficiaries	4,923,031
---	-----------

Administrative expenses	<u>72,435</u>
-------------------------	---------------

Total deductions	<u>4,995,466</u>
------------------	------------------

Net Increase	5,313,738
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Net Assets Available for Benefits

Beginning of year	<u>55,994,471</u>
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End of year	<u>\$ 61,308,209</u>
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MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description

The following description of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all full-time employees of MW Industries, Inc. and its subsidiaries and divisions (the "Company") who have completed 1 month of service and are age 18 or older. Employees who were previously eligible for participation in the Matthew Warren Group, Inc. United Steelworkers' Savings and Retirement Plan and the Automatic Spring Coil Co. Employees' Retirement and Savings Plan are also eligible to participate in the Plan. These employees are members of a collective bargaining unit in which the Company and the collective bargaining representative have agreed that such individuals shall be eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Effective April 1, 2012, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Union Spring & Manufacturing Corporation, Ponotoc Spring Division. Effective July 15, 2013 and August 1, 2013, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Mohawk Spring Corporation and Lifeline Products, Inc., respectively. Effective June 12, 2015, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Hi-Performance Fastening Systems and Helical Products Company, Inc.

Contributions - The Plan provides for employee salary 401(k) contributions up to a maximum of 75 percent of the annual compensation subject to maximum tax-deferred limitations established by the Internal Revenue Code (IRC). Participants may also make contributions to the Plan in the form of a rollover of funds from another qualified plan.

As part of a collective bargaining agreement, participants who are employees of Automatic Spring are entitled to a mandatory 4 percent employer contribution. Additionally, the Plan provides for employer matching contributions, which are 100 percent of the first 4 percent of the participant's eligible compensation contributed to the Plan.

Certain participant contributions in 2013 and 2014 were paid after the time frame required by the Department of Labor. The Company remitted \$47,175 of the late contributions and related lost earnings to the Plan in 2014 and will remit \$26,440 of the late contributions and related lost earnings in 2015.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

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

Participant Notes Receivable - Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balances as defined by the plan agreement. Notes receivable are collateralized by the participant's account balance and bear interest at rates determined in accordance with the Plan. Notes receivable are generally repayable within five years. Longer notes receivable are available for the purchase of a primary residence. Principal and interest payments are made through payroll deductions.

Vesting - Participants are immediately 100 percent vested in employee salary and rollover contributions and any income or loss thereon. Discretionary employer contributions plus actual earnings thereon vest over two years of service, with 50 percent vesting after year one and the remainder vesting after year two. There were no discretionary contributions during the year ended December 31, 2014.

Forfeitures - If a participant is not fully vested on his or her termination date, the nonvested amount of the account is forfeited. Forfeitures are used to reduce plan expenses and future company discretionary contributions.

Payment of Benefits - Distributions are payable upon retirement, age 59½, death, disability, or termination of employment. The Plan allows age 59½ and after-tax withdrawals. Pursuant to the terms of the Plan, upon retirement, the total amount of a participant's account shall be distributed in cash to the participant according to one of the options as described in the Plan and as elected by the participant. All other distributions are payable in the form of a lump-sum amount equal to the vested balance of a participant's account. However, if such account exceeds \$5,000, a participant may elect to defer distribution to a future date as more fully described in the Plan. If the participant's account exceeds \$1,000 but does not exceed \$5,000, the participant's account may be distributed in a lump-sum payment to an individual retirement plan selected by the plan administrator, unless the participant elects otherwise.

Hardship Withdrawals - Participants may request that all or a portion of their accounts be distributed in the case of severe financial hardship, as defined in the plan document. The Company must approve any such hardship withdrawals.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

Termination - While 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 set forth in the plan agreement and ERISA. Upon termination of the Plan, participants become 100 percent vested in their account balances.

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

Note 2 - Summary of Significant Accounting Policies

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company.

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 and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

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

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation - The Plan's investments are stated at fair value except as noted below. The common collective trust fund investment is valued at contract value. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. The Plan's interest in the common collective trust fund is based on its proportionate ownership interest in the fair value of the common collective trust fund. The fair value of the common collective trust fund is based on the fair value of the underlying net assets at the measurement date by the issuer of the fund. The common collective trust fund primarily holds guaranteed investment contracts, fixed-income securities, and derivatives. The fair value of the guaranteed investment contracts is based on current yields of similar instruments with comparable durations taking into account the contract terms, including interest reset intervals and the credit rating of the issuer. The fair value of the fixed-income securities are valued using quoted market prices and/or other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve as well as other relevant economic measures. The fair value of a wrapper contracts provided by the contract issuer is based on the replacement cost methodology, which is the present value of the difference between the replacement wrapper fee and the contracted wrapper fee.

Additionally, the Plan allows participants to invest in self-directed brokerage accounts. The self-directed brokerage accounts include various investments in publicly traded securities. All other investments are valued based on quoted market prices. See Note 5 for additional information.

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.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including September 25, 2015, which is the date the financial statements were issued.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 3 - Unaudited Information

In 2014, the Plan changed trustee, from Delaware Charter Guarantee and Trust Company d/b/a Principal Trust Company and Principal Life Insurance Company to Fidelity Management Trust Company (collectively, the "Trustees"). The Trustees of the Plan held the Plan's investments and participant notes receivable and executed all related transactions during the periods under audit. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at end of year are based solely on information provided by the Trustees.

Significant investments of the Plan at year end are as follows:

	2014	2013
Mutual funds - At fair value:		
Vanguard Total Bond Market Index Signal Fund	\$ -	\$ 4,023,667
Vanguard Target Retirement 2020 Inv Fund	5,401,155	4,343,396
Vanguard Target Retirement 2030 Inv Fund	4,600,246	4,222,761
Vanguard Institutional Index Fund	11,431,907	-
Vanguard Total Bond Market Index Fund Admiral	4,584,587	-
Common collective trust fund - At contract value -		
Invesco Stable Value Trust Fund III	8,241,306	-

Note 4 - Tax Status

The Plan, as adopted, is a volume submitter plan, which does not require an application for a determination letter from the Internal Revenue Service (IRS). The volume submitter plan has received a favorable notification letter from the IRS dated March 31, 2008. The Plan has not individually sought its own determination letter.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2011.

Note 5 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2014 and 2013.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 5 - Fair Value Measurements (Continued)

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in markets that are not active, and inputs other than quoted prices that are observable for the asset.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

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

Assets Measured at Fair Value on a Recurring Basis at December 31, 2014

	Level 1	Level 2	Level 3	Balance at December 31, 2014
Mutual funds:				
Balanced investments	\$ 22,578,855	\$ -	\$ -	\$ 22,578,855
Fixed-income investments	4,584,587	-	-	4,584,587
International equity	3,200,952	-	-	3,200,952
Small/Mid U.S. equity	9,000,129	-	-	9,000,129
Large U.S. equity	11,431,907	-	-	11,431,907
Money market funds	5,491	-	-	5,491
Common collective trust fund (1)	-	8,387,301	-	8,387,301
Self-directed brokerage accounts (2)	422,307	-	-	422,307
Total	\$ 51,224,228	\$ 8,387,301	\$ -	\$ 59,611,529

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 5 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

	Level 1	Level 2	Level 3	Balance at December 31, 2013
Mutual funds:				
Balanced investments	\$ 18,518,015	\$ -	\$ -	\$ 18,518,015
Fixed-income investments	4,023,667	-	-	4,023,667
International equity	3,206,042	-	-	3,206,042
Small/Mid U.S. equity	1,951,900	-	-	1,951,900
Self-directed brokerage account investments (2)	64,182	-	-	64,182
Total	<u>\$ 27,763,806</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 27,763,806</u>

- (1) The common collective trust fund invests primarily in investment contracts made up of debt securities or units of collective trust funds issued by insurance companies, banks, or other financial institutions. There were no unfunded commitments or redemption restrictions on this investment at December 31, 2014.
- (2) Self-directed brokerage accounts consist of noninterest-bearing cash of \$47 and \$0, interest-bearing cash of \$74,374 and \$0, corporate common stocks of \$218,713 and \$42,429, and mutual funds of \$129,173 and \$21,753 at December 31, 2014 and 2013, respectively.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Note 6 - Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2014 and 2013 to Form 5500:

	2014	2013
Net assets available for benefits per the financial statements	\$ 61,308,209	\$ 55,994,471
Adjustment to fair value for Stable Value Fund	145,995	-
Net assets available for benefits per Form 5500	<u>\$ 61,454,204</u>	<u>\$ 55,994,471</u>

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 6 - Reconciliation to Form 5500 (Continued)

The following is a reconciliation of total additions per the financial statements for the year ended December 31, 2014 to Form 5500:

Total additions per financial statements	\$ 10,309,204
Addition of 2014 appreciation adjustment from contract value to fair value for interest in common collective trust fund relating to fully benefit-responsive investment contracts	<u>145,995</u>
Total income per Form 5500	<u>\$ 10,455,199</u>

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Assets Held at End of Year Form 5500, Schedule H, Line 4i EIN 38-2938499, Plan No. 001 December 31, 2014

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	Mutual funds:		
Vanguard Group	Vanguard Target Retirement 2010 Inv Fund	*	\$ 1,018,974
	Vanguard Target Retirement 2015 Inv Fund	*	1,742,148
	Vanguard Target Retirement 2020 Inv Fund	*	5,401,155
	Vanguard Target Retirement 2025 Inv Fund	*	2,379,080
	Vanguard Target Retirement 2030 Inv Fund	*	4,600,246
	Vanguard Target Retirement 2035 Inv Fund	*	1,466,779
	Vanguard Target Retirement 2040 Inv Fund	*	2,922,177
	Vanguard Target Retirement 2045 Inv Fund	*	669,319
	Vanguard Target Retirement 2050 Inv Fund	*	1,381,480
	Vanguard Target Retirement 2055 Inv Fund	*	249,695
	Vanguard Target Retirement 2060 Inv Fund	*	248,971
	Vanguard Target Retirement Income Inv Fund	*	498,831
	Vanguard Institutional Index Fund	*	11,431,907
	Vanguard Total Bond Market Index Fund Admiral	*	4,584,587
	Vanguard Explorer Fund Admiral	*	2,351,838
American Century Investments	American Century Small Cap Value Inv Fund	*	1,769,929
The American Funds	American Funds EuroPacific Gr R4 Fund	*	2,484,883
T. Rowe Price Funds	T. Rowe Price International Discovery Fund	*	716,069
Artisan Partners	Artisan Mid Cap Fund Investor	*	2,684,721
	Artisan Mid Cap Value Fund Investor	*	2,193,641
Fidelity Investments**	Money market fund - Fidelity Money Market Trust Retirement	*	5,491
Fidelity Brokerage Services**	Self-directed brokerage account investments	*	422,307
Invesco	Common collective trust - Invesco Stable Value Trust Fund III	*	8,387,301
Participants	Participant notes receivable - Interest rates varying from 4.25 to 7.25 percent	-	1,797,620
	Total		<u><u>\$ 61,409,149</u></u>

* Cost information not required

** Denotes a party-in-interest as defined by ERISA

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Delinquent Participant Contributions Form 5500, Schedule H, Line 4a EIN 38-2938499, Plan No. 001 Year Ended December 31, 2014

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Check here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2013	☐	\$ 8,978	\$ -	\$ -	\$ -
2014	☒	17,462	47,175	-	-

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

**Financial Report
December 31, 2014**

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

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Independent Auditor's Report

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 Note 3, which was certified by Fidelity Management Trust Company and Delaware Charter Guarantee and Trust Company and Principal Life Insurance Company on behalf of Union Bond and Trust (an affiliate of Principal Life Insurance Company) (collectively, the "Trustees"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustees hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained a certification from the Trustees as of December 31, 2014 and 2013 and for the year ended December 31, 2014 that the information provided to the plan administrator by the Trustees is complete and accurate.

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Disclaimer of Opinion

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

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2014 and delinquent participant contributions for the year ended December 31, 2014 are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matters 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 by the Trustees, 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.

Plante & Moreau, PLLC

Elgin, Illinois
September 25, 2015

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Net Assets Available for Benefits

	December 31, 2014	December 31, 2013
Assets		
Participant-directed investments:		
Money market funds	\$ 5,491	\$ -
Mutual funds	50,796,430	27,699,624
Common collective trust fund	8,387,301	-
Self-directed brokerage accounts	422,307	64,182
Total participant-directed investments	59,611,529	27,763,806
Contributions receivable:		
Employee	26,859	67,949
Employer	18,196	40,178
Total contributions receivable	45,055	108,127
Participant notes receivable	1,797,620	1,910,043
Cash	-	26,212,495
Net Assets Reflecting All Investments at Fair Value	61,454,204	55,994,471
Adjustment from Fair Value to Contract Value for Interest in Common Collective Trust Fund Relating to Fully Benefit-responsive Investment Contracts	(145,995)	-
Net Assets Available for Benefits	\$ 61,308,209	\$ 55,994,471

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Changes in Net Assets Available for Benefits Year Ended December 31, 2014

Additions to Net Assets

Contributions:

Employee	\$ 3,593,694
Employer	2,103,969
Rollovers	<u>1,050,442</u>

Total contributions 6,748,105

Investment income:

Interest and dividends 1,923,862

Net realized and unrealized gains (losses) on investments:

Mutual funds	1,463,275
Common collective trust fund	98,074
Self-directed brokerage accounts	<u>(16,793)</u>

Net realized and unrealized gains 1,544,556

Total investment income 3,468,418

Interest from participant notes receivable 92,681

Total additions 10,309,204

Deductions from Net Assets

Benefits paid directly to participants or beneficiaries 4,923,031

Administrative expenses 72,435

Total deductions 4,995,466

Net Increase 5,313,738

Net Assets Available for Benefits

Beginning of year 55,994,471

End of year **\$ 61,308,209**

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description

The following description of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all full-time employees of MW Industries, Inc. and its subsidiaries and divisions (the "Company") who have completed 1 month of service and are age 18 or older. Employees who were previously eligible for participation in the Matthew Warren Group, Inc. United Steelworkers' Savings and Retirement Plan and the Automatic Spring Coil Co. Employees' Retirement and Savings Plan are also eligible to participate in the Plan. These employees are members of a collective bargaining unit in which the Company and the collective bargaining representative have agreed that such individuals shall be eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Effective April 1, 2012, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Union Spring & Manufacturing Corporation, Ponotoc Spring Division. Effective July 15, 2013 and August 1, 2013, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Mohawk Spring Corporation and Lifeline Products, Inc., respectively. Effective June 12, 2015, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Hi-Performance Fastening Systems and Helical Products Company, Inc.

Contributions - The Plan provides for employee salary 401(k) contributions up to a maximum of 75 percent of the annual compensation subject to maximum tax-deferred limitations established by the Internal Revenue Code (IRC). Participants may also make contributions to the Plan in the form of a rollover of funds from another qualified plan.

As part of a collective bargaining agreement, participants who are employees of Automatic Spring are entitled to a mandatory 4 percent employer contribution. Additionally, the Plan provides for employer matching contributions, which are 100 percent of the first 4 percent of the participant's eligible compensation contributed to the Plan.

Certain participant contributions in 2013 and 2014 were paid after the time frame required by the Department of Labor. The Company remitted \$47,175 of the late contributions and related lost earnings to the Plan in 2014 and will remit \$26,440 of the late contributions and related lost earnings in 2015.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

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

Participant Notes Receivable - Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balances as defined by the plan agreement. Notes receivable are collateralized by the participant's account balance and bear interest at rates determined in accordance with the Plan. Notes receivable are generally repayable within five years. Longer notes receivable are available for the purchase of a primary residence. Principal and interest payments are made through payroll deductions.

Vesting - Participants are immediately 100 percent vested in employee salary and rollover contributions and any income or loss thereon. Discretionary employer contributions plus actual earnings thereon vest over two years of service, with 50 percent vesting after year one and the remainder vesting after year two. There were no discretionary contributions during the year ended December 31, 2014.

Forfeitures - If a participant is not fully vested on his or her termination date, the nonvested amount of the account is forfeited. Forfeitures are used to reduce plan expenses and future company discretionary contributions.

Payment of Benefits - Distributions are payable upon retirement, age 59½, death, disability, or termination of employment. The Plan allows age 59½ and after-tax withdrawals. Pursuant to the terms of the Plan, upon retirement, the total amount of a participant's account shall be distributed in cash to the participant according to one of the options as described in the Plan and as elected by the participant. All other distributions are payable in the form of a lump-sum amount equal to the vested balance of a participant's account. However, if such account exceeds \$5,000, a participant may elect to defer distribution to a future date as more fully described in the Plan. If the participant's account exceeds \$1,000 but does not exceed \$5,000, the participant's account may be distributed in a lump-sum payment to an individual retirement plan selected by the plan administrator, unless the participant elects otherwise.

Hardship Withdrawals - Participants may request that all or a portion of their accounts be distributed in the case of severe financial hardship, as defined in the plan document. The Company must approve any such hardship withdrawals.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

Termination - While 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 set forth in the plan agreement and ERISA. Upon termination of the Plan, participants become 100 percent vested in their account balances.

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

Note 2 - Summary of Significant Accounting Policies

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company.

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 and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

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

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation - The Plan's investments are stated at fair value except as noted below. The common collective trust fund investment is valued at contract value. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. The Plan's interest in the common collective trust fund is based on its proportionate ownership interest in the fair value of the common collective trust fund. The fair value of the common collective trust fund is based on the fair value of the underlying net assets at the measurement date by the issuer of the fund. The common collective trust fund primarily holds guaranteed investment contracts, fixed-income securities, and derivatives. The fair value of the guaranteed investment contracts is based on current yields of similar instruments with comparable durations taking into account the contract terms, including interest reset intervals and the credit rating of the issuer. The fair value of the fixed-income securities are valued using quoted market prices and/or other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve as well as other relevant economic measures. The fair value of a wrapper contracts provided by the contract issuer is based on the replacement cost methodology, which is the present value of the difference between the replacement wrapper fee and the contracted wrapper fee.

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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.

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MW Industries, Inc. Consolidated Employer Retirement Savings Plan

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In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2011.

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Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

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MW Industries, Inc. Consolidated Employer Retirement Savings Plan

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Mutual funds:				
Balanced investments	\$ 22,578,855	\$ -	\$ -	\$ 22,578,855
Fixed-income investments	4,584,587	-	-	4,584,587
International equity	3,200,952	-	-	3,200,952
Small/Mid U.S. equity	9,000,129	-	-	9,000,129
Large U.S. equity	11,431,907	-	-	11,431,907
Money market funds	5,491	-	-	5,491
Common collective trust fund (1)	-	8,387,301	-	8,387,301
Self-directed brokerage accounts (2)	422,307	-	-	422,307
Total	\$ 51,224,228	\$ 8,387,301	\$ -	\$ 59,611,529

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 5 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

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Mutual funds:				
Balanced investments	\$ 18,518,015	\$ -	\$ -	\$ 18,518,015
Fixed-income investments	4,023,667	-	-	4,023,667
International equity	3,206,042	-	-	3,206,042
Small/Mid U.S. equity	1,951,900	-	-	1,951,900
Self-directed brokerage account investments (2)	64,182	-	-	64,182
Total	<u>\$ 27,763,806</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 27,763,806</u>

- (1) The common collective trust fund invests primarily in investment contracts made up of debt securities or units of collective trust funds issued by insurance companies, banks, or other financial institutions. There were no unfunded commitments or redemption restrictions on this investment at December 31, 2014.
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Net assets available for benefits per the financial statements	\$ 61,308,209	\$ 55,994,471
Adjustment to fair value for Stable Value Fund	145,995	-
Net assets available for benefits per Form 5500	<u>\$ 61,454,204</u>	<u>\$ 55,994,471</u>

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 6 - Reconciliation to Form 5500 (Continued)

The following is a reconciliation of total additions per the financial statements for the year ended December 31, 2014 to Form 5500:

Total additions per financial statements	\$ 10,309,204
Addition of 2014 appreciation adjustment from contract value to fair value for interest in common collective trust fund relating to fully benefit-responsive investment contracts	<u>145,995</u>
Total income per Form 5500	<u>\$ 10,455,199</u>

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Assets Held at End of Year Form 5500, Schedule H, Line 4i EIN 38-2938499, Plan No. 001 December 31, 2014

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	Mutual funds:		
Vanguard Group	Vanguard Target Retirement 2010 Inv Fund	*	\$ 1,018,974
	Vanguard Target Retirement 2015 Inv Fund	*	1,742,148
	Vanguard Target Retirement 2020 Inv Fund	*	5,401,155
	Vanguard Target Retirement 2025 Inv Fund	*	2,379,080
	Vanguard Target Retirement 2030 Inv Fund	*	4,600,246
	Vanguard Target Retirement 2035 Inv Fund	*	1,466,779
	Vanguard Target Retirement 2040 Inv Fund	*	2,922,177
	Vanguard Target Retirement 2045 Inv Fund	*	669,319
	Vanguard Target Retirement 2050 Inv Fund	*	1,381,480
	Vanguard Target Retirement 2055 Inv Fund	*	249,695
	Vanguard Target Retirement 2060 Inv Fund	*	248,971
	Vanguard Target Retirement Income Inv Fund	*	498,831
	Vanguard Institutional Index Fund	*	11,431,907
	Vanguard Total Bond Market Index Fund Admiral	*	4,584,587
	Vanguard Explorer Fund Admiral	*	2,351,838
American Century Investments	American Century Small Cap Value Inv Fund	*	1,769,929
The American Funds	American Funds EuroPacific Gr R4 Fund	*	2,484,883
T. Rowe Price Funds	T. Rowe Price International Discovery Fund	*	716,069
Artisan Partners	Artisan Mid Cap Fund Investor	*	2,684,721
	Artisan Mid Cap Value Fund Investor	*	2,193,641
Fidelity Investments**	Money market fund - Fidelity Money Market Trust Retirement	*	5,491
Fidelity Brokerage Services**	Self-directed brokerage account investments	*	422,307
Invesco	Common collective trust - Invesco Stable Value Trust Fund III	*	8,387,301
Participants	Participant notes receivable - Interest rates varying from 4.25 to 7.25 percent	-	1,797,620
	Total		<u><u>\$ 61,409,149</u></u>

* Cost information not required

** Denotes a party-in-interest as defined by ERISA

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Delinquent Participant Contributions Form 5500, Schedule H, Line 4a EIN 38-2938499, Plan No. 001 Year Ended December 31, 2014

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Check here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2013	☐	\$ 8,978	\$ -	\$ -	\$ -
2014	☒	17,462	47,175	-	-

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

**Financial Report
December 31, 2014**

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

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Independent Auditor's Report

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) 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 Note 3, which was certified by Fidelity Management Trust Company and Delaware Charter Guarantee and Trust Company and Principal Life Insurance Company on behalf of Union Bond and Trust (an affiliate of Principal Life Insurance Company) (collectively, the "Trustees"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustees hold the Plan's investment assets and participant notes receivable and execute related transactions. The plan administrator has obtained a certification from the Trustees as of December 31, 2014 and 2013 and for the year ended December 31, 2014 that the information provided to the plan administrator by the Trustees is complete and accurate.

To the Trustees
MW Industries, Inc. Consolidated Employer
Retirement Savings Plan

Disclaimer of Opinion

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

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2014 and delinquent participant contributions for the year ended December 31, 2014 are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matters 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 by the Trustees, 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.

Plante & Moreau, PLLC

Elgin, Illinois
September 25, 2015

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Net Assets Available for Benefits

	December 31, 2014	December 31, 2013
Assets		
Participant-directed investments:		
Money market funds	\$ 5,491	\$ -
Mutual funds	50,796,430	27,699,624
Common collective trust fund	8,387,301	-
Self-directed brokerage accounts	422,307	64,182
Total participant-directed investments	59,611,529	27,763,806
Contributions receivable:		
Employee	26,859	67,949
Employer	18,196	40,178
Total contributions receivable	45,055	108,127
Participant notes receivable	1,797,620	1,910,043
Cash	-	26,212,495
Net Assets Reflecting All Investments at Fair Value	61,454,204	55,994,471
Adjustment from Fair Value to Contract Value for Interest in Common Collective Trust Fund Relating to Fully Benefit-responsive Investment Contracts	(145,995)	-
Net Assets Available for Benefits	\$ 61,308,209	\$ 55,994,471

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Statement of Changes in Net Assets Available for Benefits Year Ended December 31, 2014

Additions to Net Assets

Contributions:

Employee	\$ 3,593,694
Employer	2,103,969
Rollovers	<u>1,050,442</u>

Total contributions 6,748,105

Investment income:

Interest and dividends 1,923,862

Net realized and unrealized gains (losses) on investments:

Mutual funds	1,463,275
Common collective trust fund	98,074
Self-directed brokerage accounts	<u>(16,793)</u>

Net realized and unrealized gains 1,544,556

Total investment income 3,468,418

Interest from participant notes receivable 92,681

Total additions 10,309,204

Deductions from Net Assets

Benefits paid directly to participants or beneficiaries 4,923,031

Administrative expenses 72,435

Total deductions 4,995,466

Net Increase 5,313,738

Net Assets Available for Benefits

Beginning of year 55,994,471

End of year **\$ 61,308,209**

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description

The following description of MW Industries, Inc. Consolidated Employer Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all full-time employees of MW Industries, Inc. and its subsidiaries and divisions (the "Company") who have completed 1 month of service and are age 18 or older. Employees who were previously eligible for participation in the Matthew Warren Group, Inc. United Steelworkers' Savings and Retirement Plan and the Automatic Spring Coil Co. Employees' Retirement and Savings Plan are also eligible to participate in the Plan. These employees are members of a collective bargaining unit in which the Company and the collective bargaining representative have agreed that such individuals shall be eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Effective April 1, 2012, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Union Spring & Manufacturing Corporation, Ponotoc Spring Division. Effective July 15, 2013 and August 1, 2013, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Mohawk Spring Corporation and Lifeline Products, Inc., respectively. Effective June 12, 2015, the Plan was amended to add eligibility for participation and vesting credit provisions applicable to former full-time employees of Hi-Performance Fastening Systems and Helical Products Company, Inc.

Contributions - The Plan provides for employee salary 401(k) contributions up to a maximum of 75 percent of the annual compensation subject to maximum tax-deferred limitations established by the Internal Revenue Code (IRC). Participants may also make contributions to the Plan in the form of a rollover of funds from another qualified plan.

As part of a collective bargaining agreement, participants who are employees of Automatic Spring are entitled to a mandatory 4 percent employer contribution. Additionally, the Plan provides for employer matching contributions, which are 100 percent of the first 4 percent of the participant's eligible compensation contributed to the Plan.

Certain participant contributions in 2013 and 2014 were paid after the time frame required by the Department of Labor. The Company remitted \$47,175 of the late contributions and related lost earnings to the Plan in 2014 and will remit \$26,440 of the late contributions and related lost earnings in 2015.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

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

Participant Notes Receivable - Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their vested account balances as defined by the plan agreement. Notes receivable are collateralized by the participant's account balance and bear interest at rates determined in accordance with the Plan. Notes receivable are generally repayable within five years. Longer notes receivable are available for the purchase of a primary residence. Principal and interest payments are made through payroll deductions.

Vesting - Participants are immediately 100 percent vested in employee salary and rollover contributions and any income or loss thereon. Discretionary employer contributions plus actual earnings thereon vest over two years of service, with 50 percent vesting after year one and the remainder vesting after year two. There were no discretionary contributions during the year ended December 31, 2014.

Forfeitures - If a participant is not fully vested on his or her termination date, the nonvested amount of the account is forfeited. Forfeitures are used to reduce plan expenses and future company discretionary contributions.

Payment of Benefits - Distributions are payable upon retirement, age 59½, death, disability, or termination of employment. The Plan allows age 59½ and after-tax withdrawals. Pursuant to the terms of the Plan, upon retirement, the total amount of a participant's account shall be distributed in cash to the participant according to one of the options as described in the Plan and as elected by the participant. All other distributions are payable in the form of a lump-sum amount equal to the vested balance of a participant's account. However, if such account exceeds \$5,000, a participant may elect to defer distribution to a future date as more fully described in the Plan. If the participant's account exceeds \$1,000 but does not exceed \$5,000, the participant's account may be distributed in a lump-sum payment to an individual retirement plan selected by the plan administrator, unless the participant elects otherwise.

Hardship Withdrawals - Participants may request that all or a portion of their accounts be distributed in the case of severe financial hardship, as defined in the plan document. The Company must approve any such hardship withdrawals.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 1 - Plan Description (Continued)

Termination - While 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 set forth in the plan agreement and ERISA. Upon termination of the Plan, participants become 100 percent vested in their account balances.

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

Note 2 - Summary of Significant Accounting Policies

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Company.

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 and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

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

Participant Notes Receivable - Participant notes receivable are recorded at their unpaid principal balances plus any accrued interest. Participant notes receivable are written off when deemed uncollectible.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation - The Plan's investments are stated at fair value except as noted below. The common collective trust fund investment is valued at contract value. Contract value represents investments at cost plus accrued interest income less amounts withdrawn to pay benefits. The Plan's interest in the common collective trust fund is based on its proportionate ownership interest in the fair value of the common collective trust fund. The fair value of the common collective trust fund is based on the fair value of the underlying net assets at the measurement date by the issuer of the fund. The common collective trust fund primarily holds guaranteed investment contracts, fixed-income securities, and derivatives. The fair value of the guaranteed investment contracts is based on current yields of similar instruments with comparable durations taking into account the contract terms, including interest reset intervals and the credit rating of the issuer. The fair value of the fixed-income securities are valued using quoted market prices and/or other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve as well as other relevant economic measures. The fair value of a wrapper contracts provided by the contract issuer is based on the replacement cost methodology, which is the present value of the difference between the replacement wrapper fee and the contracted wrapper fee.

Additionally, the Plan allows participants to invest in self-directed brokerage accounts. The self-directed brokerage accounts include various investments in publicly traded securities. All other investments are valued based on quoted market prices. See Note 5 for additional information.

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.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including September 25, 2015, which is the date the financial statements were issued.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 3 - Unaudited Information

In 2014, the Plan changed trustee, from Delaware Charter Guarantee and Trust Company d/b/a Principal Trust Company and Principal Life Insurance Company to Fidelity Management Trust Company (collectively, the "Trustees"). The Trustees of the Plan held the Plan's investments and participant notes receivable and executed all related transactions during the periods under audit. The investment and participant notes receivable balances and related income and losses included in the accompanying financial statements and supplemental schedule of assets held at end of year are based solely on information provided by the Trustees.

Significant investments of the Plan at year end are as follows:

	2014	2013
Mutual funds - At fair value:		
Vanguard Total Bond Market Index Signal Fund	\$ -	\$ 4,023,667
Vanguard Target Retirement 2020 Inv Fund	5,401,155	4,343,396
Vanguard Target Retirement 2030 Inv Fund	4,600,246	4,222,761
Vanguard Institutional Index Fund	11,431,907	-
Vanguard Total Bond Market Index Fund Admiral	4,584,587	-
Common collective trust fund - At contract value -		
Invesco Stable Value Trust Fund III	8,241,306	-

Note 4 - Tax Status

The Plan, as adopted, is a volume submitter plan, which does not require an application for a determination letter from the Internal Revenue Service (IRS). The volume submitter plan has received a favorable notification letter from the IRS dated March 31, 2008. The Plan has not individually sought its own determination letter.

In accordance with guidance on accounting for uncertainty in income taxes, management evaluated the Plan's tax positions and does not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The plan administrator believes the Plan is no longer subject to tax examinations for years prior to 2011.

Note 5 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2014 and 2013.

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 5 - Fair Value Measurements (Continued)

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in markets that are not active, and inputs other than quoted prices that are observable for the asset.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

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

Assets Measured at Fair Value on a Recurring Basis at December 31, 2014

	Level 1	Level 2	Level 3	Balance at December 31, 2014
Mutual funds:				
Balanced investments	\$ 22,578,855	\$ -	\$ -	\$ 22,578,855
Fixed-income investments	4,584,587	-	-	4,584,587
International equity	3,200,952	-	-	3,200,952
Small/Mid U.S. equity	9,000,129	-	-	9,000,129
Large U.S. equity	11,431,907	-	-	11,431,907
Money market funds	5,491	-	-	5,491
Common collective trust fund (1)	-	8,387,301	-	8,387,301
Self-directed brokerage accounts (2)	422,307	-	-	422,307
Total	\$ 51,224,228	\$ 8,387,301	\$ -	\$ 59,611,529

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

Note 5 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2013

	Level 1	Level 2	Level 3	Balance at December 31, 2013
Mutual funds:				
Balanced investments	\$ 18,518,015	\$ -	\$ -	\$ 18,518,015
Fixed-income investments	4,023,667	-	-	4,023,667
International equity	3,206,042	-	-	3,206,042
Small/Mid U.S. equity	1,951,900	-	-	1,951,900
Self-directed brokerage account investments (2)	64,182	-	-	64,182
Total	<u>\$ 27,763,806</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 27,763,806</u>

- (1) The common collective trust fund invests primarily in investment contracts made up of debt securities or units of collective trust funds issued by insurance companies, banks, or other financial institutions. There were no unfunded commitments or redemption restrictions on this investment at December 31, 2014.
- (2) Self-directed brokerage accounts consist of noninterest-bearing cash of \$47 and \$0, interest-bearing cash of \$74,374 and \$0, corporate common stocks of \$218,713 and \$42,429, and mutual funds of \$129,173 and \$21,753 at December 31, 2014 and 2013, respectively.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Note 6 - Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2014 and 2013 to Form 5500:

	2014	2013
Net assets available for benefits per the financial statements	\$ 61,308,209	\$ 55,994,471
Adjustment to fair value for Stable Value Fund	145,995	-
Net assets available for benefits per Form 5500	<u>\$ 61,454,204</u>	<u>\$ 55,994,471</u>

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Notes to Financial Statements December 31, 2014 and 2013

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Total additions per financial statements	\$ 10,309,204
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MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Assets Held at End of Year Form 5500, Schedule H, Line 4i EIN 38-2938499, Plan No. 001 December 31, 2014

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
	Mutual funds:		
Vanguard Group	Vanguard Target Retirement 2010 Inv Fund	*	\$ 1,018,974
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	Vanguard Target Retirement 2020 Inv Fund	*	5,401,155
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	Vanguard Target Retirement 2035 Inv Fund	*	1,466,779
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	Vanguard Target Retirement 2055 Inv Fund	*	249,695
	Vanguard Target Retirement 2060 Inv Fund	*	248,971
	Vanguard Target Retirement Income Inv Fund	*	498,831
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Participants	Participant notes receivable - Interest rates varying from 4.25 to 7.25 percent	-	1,797,620
	Total		<u><u>\$ 61,409,149</u></u>

* Cost information not required

** Denotes a party-in-interest as defined by ERISA

MW Industries, Inc. Consolidated Employer Retirement Savings Plan

Schedule of Delinquent Participant Contributions Form 5500, Schedule H, Line 4a EIN 38-2938499, Plan No. 001 Year Ended December 31, 2014

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Check here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2013	☐	\$ 8,978	\$ -	\$ -	\$ -
2014	☒	17,462	47,175	-	-