

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>ALSIDE RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ▶	<u>016</u>	
	1c Effective date of plan <u>03/01/1984</u>		
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>ASSOCIATED MATERIALS, LLC</u> <u>TARA L. BEAMISH</u> <u>3773 STATE RD.</u> <u>CUYAHOGA FALLS, OH 44223</u>	2b Employer Identification Number (EIN) <u>75-1872487</u>	2c Plan Sponsor's telephone number <u>330-929-1811</u>	2d Business code (see instructions) <u>326100</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.	10/16/2015	BILL HORVATH
	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	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:		4b EIN	
a Sponsor's name		4c PN	
5 Total number of participants at the beginning of the plan year		5	1335
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year		6a(1)	195
a(2) Total number of active participants at the end of the plan year		6a(2)	184
b Retired or separated participants receiving benefits		6b	320
c Other retired or separated participants entitled to future benefits.....		6c	756
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	1260
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	62
f Total. Add lines 6d and 6e		6f	1322
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 3H 1A			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(3) ☐ A (Insurance Information)	
		(4) ☒ C (Service Provider Information)	
		(5) ☐ D (DFE/Participating Plan Information)	
		(6) ☐ G (Financial Transaction Schedules)	

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

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

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

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

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

Receipt Confirmation Code _____

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

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

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

A Name of plan ALSIDE RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 016
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ASSOCIATED MATERIALS, LLC	D Employer Identification Number (EIN) 75-1872487
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month 01 Day 01 Year 2014	
2 Assets:	
a Market value	2a 41115752
b Actuarial value	2b 38668680
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment.....	(1) Number of participants 364 (2) Vested Funding Target 20787079 (3) Total Funding Target 20787079
b For terminated vested participants.....	776 15577642 15577642
c For active participants.....	195 4843358 5493555
d Total.....	1335 41208079 41858276
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 6.47%
6 Target normal cost	6 573641

Statement by Enrolled Actuary

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

SIGN HERE		10/07/2015
	Signature of actuary	Date
DAVID A. HENDERSON	Type or print name of actuary	14-06905
		Most recent enrollment number
HEWITT ASSOCIATES LLC	Firm name	216-573-9700
		Telephone number (including area code)
5005 ROCKSIDE ROAD SUITE 1000 INDEPENDENCE, OH 44131	Address of the firm	

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

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

**Schedule SB (Form 5500) 2014
v. 140124**

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>15.56</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		806
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.66</u> %		54
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		860
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	92.38 %
15 Adjusted funding target attainment percentage	15	92.38 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	88.31 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/11/2014	654000		04/14/2015	630000	
07/15/2014	654000		07/16/2015	630000	
08/08/2014	14327		09/15/2015	55000	
10/14/2014	391000				
01/14/2015	567000				
04/08/2015	41475				
Totals ▶			18(b)	3636802	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	3433938
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
		(4) 4th
		0

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

21 Discount rate:				
a Segment rates:	1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	573641	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	3189596	1943263	
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	2516904	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	2516904	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	3433938	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	917034	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

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

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

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014		
A Name of plan ALSIDE RETIREMENT PLAN	B Three-digit plan number (PN) ▶	016
C Plan sponsor's name as shown on line 2a of Form 5500 ASSOCIATED MATERIALS, LLC	D Employer Identification Number (EIN) 75-1872487	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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)

HEWITT ASSOCIATES LLC

PO BOX 95135
ATTN LOCKBOX 95135
CHICAGO, IL 60694

36-2235791

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	ACTUARY	20528	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

MERRILL LYNCH, PIERCE, FENNER&SMITH

4 WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

13-5674085

(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?
28 33	BROKERAGE	270434	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

BANK OF AMERICA

101 S TRYON ST
CHARLOTTE, NC 28280

94-1687665

(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?
21	TRUSTEE	26514	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2014 This Form is Open to Public Inspection
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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>ALSIDE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>016</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ASSOCIATED MATERIALS, LLC</u>	D Employer Identification Number (EIN) <u>75-1872487</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)		
	(2) Participant contributions.....	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	1609696	1784001
	(2) U.S. Government securities	1c(2)	6613205	8425803
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common.....	1c(4)(B)	25838640	25753245
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property).....	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans.....	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)		
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities.....	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	6075235	6976832
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	40136776	42939881

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	40136776	42939881
---	-----------	----------	----------

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)	2662775	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		2662775

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

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	246	
(B) U.S. Government securities	2b(1)(B)	132261	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		132507

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	623398	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	388458	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1011856

(3) Rents	2b(3)		
-----------------	--------------	--	--

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

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

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		1966888
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		5774026

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2467773	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		2467773
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	47042	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	271903	
(4) Other	2i(4)	184203	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		503148
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2970921

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2803105
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

☒ Yes ☐ No

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

(1) Name: GRANT THORNTON LLP

(2) EIN: 36-6055558

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

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

Part IV Compliance Questions

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

During the plan year:

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

	Yes	No	Amount
4a		X	
4b		X	

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

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

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

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

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

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>ALSIDE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>016</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ASSOCIATED MATERIALS, LLC</u>	D Employer Identification Number (EIN) <u>75-1872487</u>

Part I	Distributions
---------------	----------------------

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>94-1687665</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 <u>3</u>

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: 54.8% Investment-Grade Debt: 35.9% High-Yield Debt: _____% Real Estate: 5.2% Other: 4.1%
- 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): _____

Financial Statements and Report of Independent
Certified Public Accountants

Alside Retirement Plan

December 31, 2014 and 2013

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Grant Thornton

Report of Independent Certified Public Accountants

To the Trustees of the
Alside Division of Associated Materials LLC
Administrator for the Alside Retirement Plan

Grant Thornton LLP
1375 East 9th Street, Suite 1500
Cleveland, OH 44114-1718
T 216.771.1400
F 216.771.1409
GrantThornton.com
linkd.in/GrantThorntonUS
twitter.com/GrantThorntonUS

Report on the financial statements

We were engaged to audit the accompanying financial statements of Alside Retirement Plan (the “Plan”), which comprise the statements of net assets available for benefits – modified cash basis as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits – modified cash basis for the years ended December 31, 2014 and 2013, and the related notes to the financial statements.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of December 31, 2014 and 2013, and for the years ended December 31, 2014 and 2013, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

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

Basis of accounting

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Supplementary information

The supplemental schedules – modified cash basis of assets (held at end of year) as of December 31, 2014 and reportable transactions for the year ended December 31, 2014 are presented for purposes of additional analysis and are not a required part of the financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental 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 certified information described in Note 4, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.



Cleveland, Ohio
October 15, 2015

Alside Retirement Plan

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(Modified Cash Basis)**

December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Investments, at fair value:		
Money funds	\$ 1,752,209	\$ 1,582,119
Common stocks	25,753,245	25,838,640
Mutual funds	6,976,832	6,075,235
Corporate bonds	2,200,154	-
Government securities	<u>6,225,649</u>	<u>6,613,205</u>
<i>Total investments</i>	42,908,089	40,109,199
Cash	<u>31,792</u>	<u>27,577</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 42,939,881</u></u>	<u><u>\$ 40,136,776</u></u>

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

Alside Retirement Plan

**STATEMENTS OF CHANGES IN NET ASSETS
AVAILABLE FOR BENEFITS (Modified Cash Basis)**

For the years ended December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Additions to Net Assets Attributed to:		
Interest and dividend income	\$ 1,144,364	\$ 1,192,952
Net appreciation in fair value of investments	1,966,887	4,260,426
Employer contributions	<u>2,662,775</u>	<u>2,233,164</u>
<i>Total additions</i>	5,774,026	7,686,542
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,467,773	2,374,588
Administrative expenses	<u>503,148</u>	<u>567,402</u>
<i>Total deductions</i>	<u>2,970,921</u>	<u>2,941,990</u>
NET INCREASE	2,803,105	4,744,552
Net assets available for benefits, beginning of year	<u>40,136,776</u>	<u>35,392,224</u>
Net assets available for benefits, end of year	<u><u>\$ 42,939,881</u></u>	<u><u>\$ 40,136,776</u></u>

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

Alside Retirement Plan

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis)

December 31, 2014 and 2013

NOTE 1 – DESCRIPTION OF THE PLAN

The following description of the Alside Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General and Participation

The Plan is a defined benefit plan that covers substantially all salaried employees and certain other groups of employees of Alside Division of Associated Materials LLC (the “Company” or “Plan Administrator”). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

On November 30, 1998, the Plan was amended to state that benefit accruals were frozen and participation was frozen and no employees shall be eligible to enter the Plan after December 31, 1998. Accordingly, all participants became 100% vested. The Plan will continue to provide benefits which have already accrued. On March 5, 2010, the Plan was amended to state that special payment accruals for which a participant was or would have been entitled to were frozen effective April 1, 2010.

Contributions and Funding

Annually, an independent actuary is utilized to determine the Plan’s funding requirements. The minimum funding requirement for 2014 was \$2,516,904 of which \$1,713,327 was funded in 2014 and the remaining \$803,577 as well as an additional \$1,119,898 in excess of minimum funding requirements, will be included as an addition to plan assets in 2015 under the modified cash basis of accounting. The minimum funding requirement for 2013 was \$2,350,557 of which \$1,531,707 was funded in 2013 and the remaining \$818,850 as well as an additional \$130,598 in excess of minimum funding requirements was funded in 2014 under the modified cash basis of accounting.

Pension Benefits

Participants are entitled to a normal retirement benefit on attaining the age of 65. The normal monthly retirement benefits are calculated based on a formula of years of service and a percentage of average monthly earnings, both of which are subject to numerous adjustments as defined by the Plan. The normal form of benefit is a 6 year certain and life annuity or joint and survivor for married participants. The Plan also provides for early retirement, disability retirement aware and pre-retirement spouse benefits for any participant who meets certain requirements.

Termination Provisions

The Company anticipates that the Plan will continue without interruption, but reserves the right to terminate the Plan or to discontinue contributions to the Plan. In the event the Plan is terminated, the Plan provides for the allocation of net assets up to the present value of accumulated plan benefits among the participants and pensioners. To the extent unfunded vested benefits exist, such benefits would be payable by the Pension Benefit Guaranty Corporation (“PBGC”), up to specified limitations, as described in ERISA. To the extent that Plan net assets exceed benefits due participants and pensioners, and the Plan has met all legal requirements, remaining assets, net of applicable taxes, will revert back to the Company.

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 1 – DESCRIPTION OF THE PLAN – CONTINUED

Benefits under the Plan are insured by the PBGC. Generally, the PBGC guarantees most vested normal retirement benefits, early retirement benefits and certain disability and survivor benefits. However, the PBGC does not guarantee all types of benefits under covered plans, and the amount of benefit protection is subject to certain limitations. The PBGC guarantees vested benefits at the level in effect on the date of plan termination. However, if benefits have been increased within the five years before plan termination, the benefit increase may not be guaranteed. In addition, there is a ceiling on the amount of monthly benefit that PBGC guarantees which is adjusted periodically.

Administrative Expenses

Trustee and investment fees are paid by the Plan. All other direct and indirect administrative expenses of the Plan are paid by the Company.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared on a modified cash basis of accounting as interest and dividend income, employer contributions, if any, and administrative expenses are recorded when received or paid versus when the revenue or expense has been incurred. The modified cash basis of accounting, which is permitted under the Department of Labor's Rules and Regulations for Reporting and Disclosure, is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income and dividends are recorded when received. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to services rendered by employees to December 31, 1998, the date that benefit accruals were frozen. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits for retired or terminated employees or their beneficiaries are based on employees' compensation during their last five years of credited service. The accumulated plan benefits for active employees are based on their average compensation during the five years preceding December 31, 1998. Benefits payable under all circumstances, including retirement, death, disability, and termination of employment, are included, to the extent they are deemed attributable to employee service rendered to December 31, 1998.

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

NOTE 3 – ACCUMULATED PLAN BENEFITS

Consulting actuaries from Hewitt Associates LLC (operating as Aon Hewitt) estimate the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The accumulated plan benefit information as of December 31, 2013 is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving payments	\$ 20,419,311
Other participants	18,917,556
	<u>39,336,867</u>
Nonvested benefits	<u>607,831</u>

**Total actuarial present value of accumulated
plan benefits**

\$ 39,944,698

Changes in accumulated plan benefits for the year ended December 31, 2013 are as follows:

Actuarial present value of accumulated plan benefits at

December 31, 2012 \$ 37,302,748

Increase (decrease) during the year attributed to:

Benefit payments	(2,374,588)
Interest accumulation	2,710,269
Actuarial assumption changes	2,256,975
Actuarial losses	49,294
Net increase	<u>2,641,950</u>

**Actuarial present value of accumulated plan
benefits at December 31, 2013**

\$ 39,944,698

Alside Retirement Plan

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 3 – ACCUMULATED PLAN BENEFITS – CONTINUED

Significant assumptions underlying the actuarial computations are:

Discount rate	7.5% per annum for 2013 and 2012
Mortality rates	RP – 2014 Mortality table for projected generationally by Scale MP – 2014 for 2013 2013 Static mortality table for annuitants and nonannuitants for 2012
Weighted average retirement age	63 years of age, based on probability of retirement table for both 2013 and 2012

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

NOTE 4 – SUMMARY OF FINANCIAL INFORMATION CERTIFIED BY THE TRUSTEE

Bank of America (the “Trustee”) held the Plan’s investment assets and executed investment transactions as of and for the years ended December 31, 2014 and 2013. Investment information disclosed in the accompanying financial statements and supplemental schedules, including investment amounts included on the statements of net assets available for benefits, interest and dividends and net appreciation in fair value of investments included on the statements of changes in net assets available for benefits, information regarding investments in Note 5, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), and Schedule H, Line 4j – Schedule of Reportable Transactions, were obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the Trustee. The Plan’s independent accountants did not perform any auditing procedures with respect to the certified information, except for comparing such information to the related information in the financial statements and supplemental schedules.

NOTE 5 – INVESTMENTS

Investments that represent 5% or more of the Plan’s net assets at either December 31, 2014 or 2013 are as follows:

	December 31	
	2014	2013
PIMCO Fixed Income SHS (FISH) Series C	\$ 1,642,697	\$ 3,162,000
PIMCO Fixed Income SHS (FISH) Series M	1,638,792	2,913,235

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 5 – INVESTMENTS – CONTINUED

During 2014 and 2013, the Plan’s investments (including investments purchased, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	<u>2014</u>	<u>2013</u>
Mutual funds	\$ 13,100,933	\$ (442,319)
Common stocks	(11,340,719)	5,211,095
Corporate bonds	1,759	-
Government securities	<u>204,914</u>	<u>(509,439)</u>
	<u>\$ 1,966,887</u>	<u>\$ 4,260,426</u>

NOTE 6 – FAIR VALUE MEASUREMENTS

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

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

Level 2 – Inputs to the valuation methodology include:

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

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

Level 3 – Inputs to the valuation methodology are unobservable and are supported by little or no market activity and that are significant to the fair value measurement.

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

Alside Retirement Plan

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 6 – FAIR VALUE MEASUREMENTS – CONTINUED

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

Common stocks and mutual funds: Valued at the closing price reported on the active market on which the individual securities are traded.

Corporate bonds and Government securities: Valued using a market approach based upon quoted prices for similar assets and liabilities in active markets based on pricing models which incorporate information from market sources and observed market movements.

Money funds: Valued under the amortized cost method which approximates current market value. Under this method, the securities are valued at cost when purchased and thereafter, a constant proportionate amortization of any discount or premium is recorded until the maturity of the security. The funds seek to maintain the net asset value (NAV) per share at \$1.00.

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

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

Type of Asset	Assets at Fair Value at December 31, 2014			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Corporate debt securities	\$ 1,642,697	\$ -	\$ -	\$ 1,642,697
Mortgage-related fixed income securities	2,572,221	-	-	2,572,221
Other Fixed Income	2,761,914	-	-	2,761,914
Total mutual funds	6,976,832	-	-	6,976,832
Common stocks:				
Industrials	2,637,687	-	-	2,637,687
Telecommunications	396,683	-	-	396,683
Consumer	5,087,336	-	-	5,087,336
Information technology	5,156,885	-	-	5,156,885
Materials	1,081,864	-	-	1,081,864
Financials	6,421,635	-	-	6,421,635
Utilities	561,539	-	-	1,460,516
Energy	1,460,516	-	-	1,460,516
Healthcare	2,905,308	-	-	2,905,308
Other	43,792	-	-	43,792
Total common stocks	25,753,245	-	-	25,753,245
Corporate bonds	-	2,200,155	-	2,200,155
Government securities	-	6,225,648	-	6,225,649
Money fund	-	1,752,209	-	1,752,209
Total assets at fair value	\$ 32,730,077	\$ 10,178,012	\$ -	\$ 42,908,089

Alside Retirement Plan

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 6 – FAIR VALUE MEASUREMENTS – CONTINUED

Type of Asset	Assets at Fair Value at December 31, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Corporate debt securities	\$ 3,162,000	\$ -	\$ -	\$ 3,162,000
Mortgage-related fixed income securities	2,913,235	-	-	2,913,235
Total mutual funds	6,075,235	-	-	6,075,235
Common stocks:				
Industrials	2,775,854	-	-	2,775,854
Telecommunications	505,275	-	-	505,275
Consumer	5,447,827	-	-	5,447,827
Information technology	4,861,463	-	-	4,861,463
Materials	1,245,579	-	-	1,245,579
Financials	5,888,875	-	-	5,888,875
Utilities	577,253	-	-	577,253
Energy	1,906,161	-	-	1,906,161
Healthcare	2,630,353	-	-	2,630,353
Total common stocks	25,838,640	-	-	25,838,640
Government securities	-	6,613,205	-	6,613,205
Money fund	-	1,582,119	-	1,582,119
Total assets at fair value	\$ 31,913,875	\$ 8,195,324	\$ -	\$ 40,109,199

The table below presents additional information for investments whose fair value is estimated using NAV per share as of December 31, 2014 and 2013:

Type of Asset	Fair Value at December 31		Unfunded Commitments	Redemption		
	2014	2013		Terms	Restrictions	Notice Period
Money funds (a)	\$1,752,209	\$1,582,119	\$ -	Daily	None	None

- (a) The money funds seek current income preservation of capital and liquidity. The BIF Money Fund invests in a diversified portfolio of U.S. Dollar denominated short-term securities with maturities of not more than 397 days (13 months). The Preferred Deposit for Business fund invests money in a deposit account with Bank of America, N.A., to earn interest when not utilized for Plan needs.

NOTE 7 – TAX STATUS OF THE PLAN

The Internal Revenue Service (“IRS”) has determined and informed the Company by a letter dated January 22, 2009, stating that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (“Code”). The Plan has been amended since receiving the determination letter. The Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

NOTES TO FINANCIAL STATEMENTS (Modified Cash Basis) – CONTINUED

December 31, 2014 and 2013

NOTE 7 – TAX STATUS OF THE PLAN – CONTINUED

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014 and 2013, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by the IRS; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

NOTE 8 – PARTY-IN-INTEREST TRANSACTIONS

The Plan's investments include a money fund which is managed by an affiliate of the Trustee of the Plan and, therefore, these transactions qualify as party-in-interest transactions which are exempt from the prohibited transaction rules. Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan.

NOTE 9 – RISKS AND UNCERTAINTIES

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

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

NOTE 10 – SUBSEQUENT EVENTS

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through October 15, 2015, the date the financial statements were available to be issued. The Plan is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

SUPPLEMENTARY INFORMATION

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis)**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
GOVERNMENT SECURITIES			
U.S. TREASURY NOTE	0.75% 10/31/2017	\$ 751,374	\$ 745,016
U.S. TREASURY NOTE	2.00% 11/15/2021	309,268	306,119
U.S. TRSY INFLATION NOTE	0.13% 7/15/2022	440,764	418,510
U.S. TREASURY NOTE	3.63% 2/15/2021	336,610	339,280
U.S. TRSRY INFLATION BOND	2.50% 1/15/2029	387,275	362,301
U.S. TREASURY BOND	3.13% 8/15/2044	34,368	37,680
U.S. TREASURY NOTE	2.38% 8/15/2024	131,213	135,463
U.S. TREASURY NOTE	2.75% 2/15/2024	91,901	94,704
U.S. TREASURY NOTE	1.25% 10/31/2018	246,913	248,380
U.S. TREASURY NOTE	2.25% 11/15/2024	181,294	181,210
U.S. TREASURY NOTE	1.00% 3/31/2017	230,732	230,971
U.S. TREASURY NOTE	1.25% 9/30/2015	434,609	433,294
U.S. TREASURY NOTE	0.38% 8/31/2015	265,601	265,352
U.S. TREASURY NOTE	1.00% 5/31/2018	261,174	262,432
U.S. TREASURY NOTE	0.25% 10/31/2015	160,142	159,987
U.S. TREASURY NOTE	1.75% 5/15/2023	251,942	258,023
FNMA PAA7681	4.50% 7/31/1905	46,228	47,002
FNMA PAE0937	3.50% 2014	176,214	181,592
FNMA P889579	6.00% 2038	42,946	47,226
FNMA PAL0065	4.50% 2014	142,391	153,366
FNMA P930071	6.00% 2038	13,777	15,280
FNMA P995672	4.50% 2039	72,434	73,669
FNMA P735580	5.00% 2035	55,064	61,502
FHLMC A9 6409	3.50% 2041	116,018	115,295
FNMA PAX5316	4.50% 2041	81,621	81,562
FNMA PAH3431	3.50% 2026	35,482	35,493
FHLMC G0 8599	3.50% 2026	225,150	230,041
FNMA PAW5063	4.00% 2044	53,460	53,417
FNMA PMA1561	3.00% 2033	65,221	66,329
FNMA PAE0949	4.00% 2041	17,493	17,685
FNMA PAL0145	4.50% 2014	263,447	265,336
FNMA PAH3384	3.50% 2041	26,190	26,097
FEDERAL HOME LN MTG CORP	1.00% 6/29/2017	149,973	150,296
FEDERAL NATL MTG ASSOC	0.50% 3/30/2016	125,197	125,739
TOTAL GOVERNMENT SECURITIES		\$ 6,223,486	\$ 6,225,649

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
Corporate Bonds			
BP CAPITAL MARKETS PLC	2.51% 1/15/2020	\$ 110,464	\$ 110,128
GS MTG SEC II CMO 2007	4.00% 8/16/2045	74,150	73,303
GOLDMAN SACHS GROUP INC	6.15% 4/1/2018	56,581	56,121
GENERAL ELEC CAP CORP	1.00% 1/8/2016	125,674	125,455
GOLDMAN SACHS GROUP INC	5.25% 7/27/2021	89,255	90,293
HCP INC	2.63% 2/1/2020	124,090	123,701
JPMORGAN CHASE & CO	4.25% 10/15/2020	70,033	69,882
DIRECTV HLDG/FIN INC	3.50% 3/1/2016	57,021	56,434
COSTCO WHOLESALE CORP	1.70% 12/15/2019	68,671	68,737
CITIGROUP INC	3.95% 6/15/2016	99,555	98,617
COMCAST CORP	3.60% 3/1/2024	97,274	99,772
ORACLE CORP	2.80% 7/8/2021	94,887	96,182
TOYOTA MOTOR CREDIT CORP	1.38% 1/10/2018	84,493	84,549
WELLS FARGO & COMPANY	3.30% 9/9/2024	105,458	105,657
VERIZON COMMUNICATIONS	4.60% 4/1/2021	130,975	130,244
KINDER MORGAN ENER PART	3.95% 9/1/2022	59,748	59,494
MORGAN STANLEY	2.13% 4/25/2018	85,176	85,049
METLIFE INC	3.60% 4/10/2024	86,247	87,230
TOTAL CAPITAL SA	2.13% 1/10/2019	60,483	60,195
AMERICAN EXPRESS CREDIT	2.80% 9/19/2016	62,145	61,765
ANHEUSER-BUSCH INBEV FIN	0.80% 1/15/2016	95,343	95,153
APPLE INC	1.00% 5/3/2018	58,597	59,110
AMERICAN INTL GROUP	3.38% 8/15/2020	72,618	72,716
BAXTER INTERNATIONAL INC	3.20% 6/15/2023	79,513	80,610
BRISTOL-MYERS SQUIBB CO	8.75% 8/1/2017	54,355	54,506
ENTERPRISE PRODUCTS OPER	1.25% 8/13/2015	95,528	95,251
TOTAL CORPORATE BONDS		\$ 2,198,334	\$ 2,200,154
COMMON STOCKS			
XILINX INC	662 shares	\$ 15,445	\$ 28,658
YUM BRANDS INC	2,580 shares	189,130	187,953
ZIMMER HOLDINGS INC COM	1,719 shares	153,408	194,969
WEYERHAEUSER CO	2,022 shares	34,186	72,570
WHITING PETROLEUM CORP	653 shares	16,289	21,549
EXXON MOBIL CORP COM	2,275 shares	165,354	210,324
FIFTH THIRD BANCORP	4,331 shares	68,603	88,244
FIRST POTOMAC RLTY TR	1,195 shares	18,025	14,770
FACEBOOK INC	6,358 shares	276,231	496,051
EASTMAN CHEM CO	371 shares	8,399	28,144
EATON VANCE CORP NVT	614 shares	15,877	25,131
ENOVA INTL INC COM	571 shares	12,448	12,710

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
EXPEDITORS INTL WASH INC	6,410 shares	279,639	285,950
FAIRCHILD SEMICNDCT CL A	1,665 shares	29,634	28,105
FACTSET RESH SYS INC	1,483 shares	169,707	208,732
DUKE ENERGY CORP NEW	791 shares	54,397	66,080
E I DUPONT DE N\$1 66 2/3	2,785 shares	136,045	205,923
UNION PACIFIC CORP	999 shares	83,970	119,011
WELLS FARGO & CO NEW DEL	5,008 shares	140,590	274,539
UNITED NAT FOODS INC	856 shares	18,108	66,190
VALSPAR CORP COM	663 shares	17,978	57,336
WAL MART STORES INC	902 shares	60,910	77,464
VARIAN MEDICAL SYS INC	2,908 shares	217,664	251,571
UNITED PARCEL SERVICES B	3,593 shares	352,486	399,434
VERIZON COMMUNICATNS COM	4,211 shares	168,508	196,991
VISA INC CL A SHRS	1,841 shares	371,766	482,710
TRAVELERS COS INC	1,500 shares	80,939	158,775
V F CORPORATION	1,404 shares	40,951	105,160
UNTD TECHNOLOGIES CRP	1,063 shares	64,415	122,245
US BANCORP (NEW)	2,923 shares	73,311	131,389
SUNTRUST BKS INC COM	4,752 shares	155,756	199,109
TELEDYNE TECH INC	301 shares	21,051	30,925
SCHLUMBERGER LTD	3,979 shares	354,948	339,846
3M COMPANY	800 shares	66,664	131,456
SCOTT CO	332 shares	14,140	20,690
SNAP ON TOOL	457 shares	17,721	62,490
SONOCO PRODUCTS CO	640 shares	21,769	27,968
SBA COMMUNICATIONS CRP A	646 shares	11,281	71,551
SEI CORP	6,833 shares	230,189	273,593
RYDER SYSTEM INC	398 shares	26,525	36,954
SEMPRA ENERGY	767 shares	41,706	85,413
TJX COS INC NEW	790 shares	13,050	54,178
TORONTO DOM BK ONT NEW	1,670 shares	62,675	79,793
TAL INTL GROUP INC	519 shares	27,552	22,613
BOSTON PPTYS INC	275 shares	22,552	35,390
BORG WARNER AUTOMOTIVE INC	884 shares	24,344	48,576
AMERICAN TOWER REIT INC	569 shares	31,516	56,246
ASTORIA FINL CORP	1,314 shares	22,308	17,555
AUTOMATIC DATA PROC	1,072 shares	74,887	89,373
AUTODESK INC COM	5,350 shares	228,255	321,321
C R BARD INC	207 shares	15,125	34,490
MARATHON OIL CORP	1,740 shares	49,128	49,225
LOCKHEED MARTIN CORP	414 shares	61,570	79,724
MARATHON PETROLEUM CORP	815 shares	30,332	73,562
MCDONALDS CORP COM	1,557 shares	122,590	145,891

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
KEYCORP NEW COM	2,383 shares	18,925	33,124
MORGAN ST DEAN WTTR DISC	4,511 shares	152,519	175,027
MICROSOFT CORP	8,854 shares	258,563	411,268
METLIFE INC COM	2,472 shares	131,208	133,710
MONSTER BEVERAGE CORP	3,404 shares	194,873	368,823
MONOLITHIC PWR SYSTEMS	508 shares	6,976	25,268
KROGER CO	1,233 shares	65,394	79,171
MERCK AND CO INC SHS	5,963 shares	256,934	338,639
MONDELEZ INTERNATIONAL	2,414 shares	68,230	87,689
MEDICAL PPTYS TR INC	1,930 shares	23,159	26,595
LOWES COMPANIES INC	4,528 shares	216,914	311,526
JOHNSON&JOHNSON	1,305 shares	93,419	136,464
MOTOROLA SOLUTIONS INC	978 shares	59,683	65,604
JOHNSON CONTROLS INC	1,245 shares	41,296	60,183
JOY GLOBAL INC DEL COM	382 shares	28,370	17,771
AMER EXPRESS COMPANY	2,765 shares	204,679	257,256
CBRE GROUP INC	1,001 shares	18,804	34,284
ANSYS INC	463 shares	18,755	37,966
CSX CORP	1,530 shares	17,647	55,432
CME GROUP INC	836 shares	61,730	74,111
AMGEN INC COM PV \$0.0001	1,661 shares	187,415	264,581
BRISTOL MYERS SQUIBB CO	3,790 shares	127,308	223,724
ANALOG DEVICES INC	759 shares	37,759	42,140
COVANCE INC	302 shares	16,687	31,360
CONOCOPHILLIPS	1,130 shares	49,711	78,038
DOW CHEMICAL PV 2 50	1,300 shares	37,597	59,293
DOMINIUM RES INC NEW VA	1,881 shares	103,932	144,649
CHUBB CORP	1,290 shares	87,855	133,476
COCA COLA COM	8,412 shares	291,919	355,155
CITIGROUP INC COM NEW	3,099 shares	152,388	167,687
CHEVRON CORP	1,675 shares	178,665	187,902
COMCAST CRP NEW CL A SPL	3,808 shares	121,077	219,208
CISCO SYSTEMS INC COM	18,390 shares	393,288	511,518
DARDEN RESTAURANTS INC	426 shares	15,965	24,976
D R HORTON INC	1,367 shares	25,420	34,571
CENTENE CORP	614 shares	13,352	63,764
CABOT CORP	365 shares	15,547	16,009
CALIFORNIA RESOURCES	473 shares	3,278	2,606
RAYTHEON COMPANY	1,985 shares	99,162	214,717
RAYMOND JAMES FINL INC	654 shares	18,072	37,468
REINSURANCE GROUP AMERICA	363 shares	21,332	31,806
PFIZER INC DEL PV\$0.05	6,038 shares	142,954	188,084
ORACLE CORP \$0.01 DEL	9,545 shares	331,328	429,239

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
NORTHROP CORP DEL	915 shares	58,284	134,862
NEWFIELD EXPL CO	818 shares	30,285	22,184
NORTHEAST UTILITIES	1,490 shares	52,831	79,745
PHILIP MORRIS INTL INC	746 shares	59,155	60,762
PHILLIPS 66 SHS	550 shares	17,558	39,435
PROCTER GAMBLE	5,816 shares	406,454	529,779
PROTECTIVE LIFE CORP COM	691 shares	20,780	48,128
OCCIDENTAL PETE CORP	1,184 shares	90,745	95,442
PRAXAIR INC	784 shares	78,295	101,575
QUALCOMM INC	6,216 shares	455,623	462,035
REPUBLIC SERVICES CL A	644 shares	17,793	25,921
PRUDENTIAL FINANCIAL INC	1,494 shares	90,882	135,147
ON SEMICONDUCTOR CRP COM	4,084 shares	31,693	41,371
NEXTERA ENERGY INC SHS	1,307 shares	82,627	138,921
ABBVIE INC SHS	1,059 shares	31,643	69,301
ABBOTT LABS	1,049 shares	36,539	47,226
ALLEGHENY TECH INC	664 shares	18,201	23,087
NABORS INDUSTRIES LTD	1,647 shares	24,685	21,378
AKAMAI TECHNOLOGIES INC	663 shares	19,964	41,742
AMAZON COM INC COM	1,227 shares	405,862	380,799
TYCO INTL PLC SHS	1,552 shares	66,089	68,071
UBS GROUP AG NAMEN-AKT	4,109 shares	67,909	70,058
ALTERA CORP COM	603 shares	19,387	22,275
INTEL CORP	5,173 shares	134,677	187,728
HUNTINGTON INGALLS INDS	358 shares	26,006	40,261
INTL BUSINESS MACH	549 shares	88,069	88,082
GOOGLE INC SHS CL C	425 shares	165,849	223,720
GOOGLE INC CL A	425 shares	166,268	225,531
INTEGRYS ENERGY GROUP	371 shares	18,739	28,882
GATX CORPORATION	658 shares	23,440	37,861
INTERCONTINENTALEXCHANGE	191 shares	10,924	41,884
GENERAL MILLS	847 shares	33,418	45,171
HEXCEL CORP NEW	759 shares	18,798	31,491
GOLDMAN SACHS GROUP INC	367 shares	66,359	71,136
GLOBAL PMTS INC	283 shares	9,893	22,847
HOME DEPOT INC	2,607 shares	170,750	273,657
HONEYWELL INTL INC DEL	1,062 shares	63,492	106,115
HORACE MANN EDUCATORS CORP N	847 shares	23,484	28,103
J P MORGAN CHASE AND CO	5,252 shares	200,483	328,670
INTL PAPER CO	1,894 shares	90,443	101,481
INTL GAME TECHNOLOGY	1,074 shares	27,988	18,527
INTUIT INC	650 shares	36,219	59,924
ITRON INC	440 shares	20,051	18,608

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
GENERAL ELECTRIC	9,365 shares	190,074	236,654
GREENHILL COMPANY INC	2,029 shares	111,504	88,464
HEALTHCARE TR OF AMERICA	1,074 shares	24,560	28,934
HILTON WORLDWIDE HLDGS	1,623 shares	37,322	42,344
HEALTH CARE REIT INC COM	1,638 shares	107,648	123,947
HOME PTYS N Y INC	680 shares	41,623	44,608
GENERAL GROWTH PROPERTIE	3,270 shares	67,526	91,985
HOST MARRIOTT CORP MD	940 shares	17,053	22,344
BELMOND LTD	1,006 shares	11,227	12,444
PUBLIC STORAGE INC	362 shares	50,440	66,916
RETAIL PROPERTIES OF	1,644 shares	23,898	27,438
PARAMOUNT GROUP INC	878 shares	16,155	16,322
QTS RLTY TR INC COM CL A	391 shares	8,678	13,231
PROLOGIS INC	2,090 shares	74,692	89,933
REGENCY CENTERS CORP	970 shares	47,496	61,867
CUBESMART COM	1,638 shares	21,816	36,151
DOUGLAS EMMETT INC	1,065 shares	25,782	30,246
DDR CORP COM	3,055 shares	52,846	56,090
DIAMONDROCK HOSPITALITY	2,269 shares	24,552	33,740
BIOMED REALTY TR INC	1,923 shares	41,598	41,421
APARTMENT INVT & MGMT CO	1,196 shares	26,379	44,431
AMERICAN HOMES 4 RENT	1,861 shares	32,682	31,693
AMERICAN ASSETS TR INC	546 shares	14,166	21,736
BRANDYWNE RLTY T SBI NEW	2,082 shares	31,896	33,270
TOLL BROS INC COM	283 shares	9,319	9,698
SUN CMNTYS INC	291 shares	15,062	17,594
TAUBMAN CTRS INC	461 shares	30,498	35,230
STRATEGIC HOTEL CAP INC	2,509 shares	19,985	33,194
SUNSTONE HOTEL INVS INC	2,747 shares	36,989	45,353
SL GREEN REALTY CORP	935 shares	86,985	111,284
SOVRAN SELF STORAGE INC	277 shares	18,073	24,160
SPIRIT REALTY CAPITAL IN	2,232 shares	23,495	26,538
SIMON PROPERTY GROUP DEL	881 shares	103,384	160,439
MACERICH CO	540 shares	43,210	45,041
LIBERTY PPTY TR	612 shares	21,722	23,030
MONOGRAM RESIDENTIAL TR	609 shares	5,560	5,639
KILROY REALTY CORP	403 shares	23,450	27,835
KIMCO RLTY CORP	657 shares	13,903	16,517
UDR INC	2,729 shares	66,271	84,108
VORNADO REALTY TRUST	979 shares	87,072	115,238
VENTAS INC	752 shares	44,028	53,918
WEINGARTEN RLTY INVS SBI	1,456 shares	45,339	50,844
ESSEX PPTY TR INC COM	213 shares	37,733	44,006

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
EQUITY RSNTL PPTYS TR SBI	2,133 shares	123,740	153,235
EDUCATION REALTY TR INC	314 shares	10,033	11,489
EMPIRE ST RLTY TR INC	972 shares	13,096	17,088
EXTENDED STAY AMERICA	898 shares	16,680	17,340
EXTRA SPACE STORAGE INC	247 shares	8,511	14,484
FIRST INDL REALTY TR INC	1,118 shares	19,409	22,986
MITSUBISHI CORP	498 shares	18,135	18,307
CASH AMERICA INVT INC	619 shares	13,712	14,002
PRUDENTIAL PLC	1,878 shares	38,510	86,707
PENN RL EST INV TR	948 shares	19,006	22,240
BIO RAD LABS CL A	160 shares	11,642	19,290
MOOG INC CL A	385 shares	16,772	28,502
FOREST CITY ENTRPRS CL A	1,003 shares	17,364	21,364
KUBOTA LTD ADR	764 shares	33,626	55,359
WYNN MACAU LTD SHS	1,255 shares	48,782	35,127
ZURICH INSURANCE GROUP	1,566 shares	28,953	48,859
EAST JAPAN RY CO ADR	3,080 shares	36,174	38,839
ESSILOR INTL SA ADR	336 shares	17,943	18,693
FANUC LTD-UNSP	1,515 shares	38,128	41,708
WPP PLC NEW/ADR	519 shares	21,467	54,028
VOLKSWAGEN A G ADR	1,463 shares	35,905	64,401
VODAFONE GROUP PLC SHS	2,519 shares	107,574	86,074
TOTAL S A SPONSORED ADR	1,880 shares	98,210	96,256
TOYOTA MOTOR CORP ADR	840 shares	76,927	105,403
UNILEVER NV NEW	2,028 shares	70,195	79,173
TULLOW OIL PLC SHS	3,420 shares	32,142	10,910
TECHNIP-COFLEXIP ADR	1,522 shares	39,298	22,518
SUMITOMO MITSUI-UNSPONS	8,091 shares	62,788	58,902
SCHNEIDER ELEC SA ADR	3,418 shares	57,355	49,253
TEVA PHARMACTCL INDS ADR	1,060 shares	48,774	60,961
SABMILLER PLC SPON ADR	3,209 shares	167,949	165,456
SANOFI SYNTHELBO SPN ADR	1,636 shares	70,408	74,618
SAP AKTIENGESSELLSCHAFT	970 shares	47,328	67,561
ROCHE HLDG LTD	2,603 shares	56,356	88,476
ROYAL DUTCH SHELL PLC	1,655 shares	97,688	110,802
SHIN-ETSU CHEM-UNSPON	3,230 shares	45,088	52,423
TAIWAN S MANUFCTRING ADR	1,898 shares	20,652	42,477
ASTELLAS PHARMA INC SHS	3,651 shares	37,851	50,972
AXA SA SPONSORED ADR	1,800 shares	31,287	41,202
ARM HLDGS PLC SPN ADR	5,456 shares	263,388	252,613
BAYER AG SPONSORED ADR	437 shares	26,021	59,799
BARCLAYS PLC ADR	4,596 shares	74,560	68,986
MARKS AND SPENCER GP ADR	2,123 shares	24,981	31,251

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
LAFARGE ADR NEW	2,413 shares	36,409	42,083
LVMH MOET HENNESSY ADR	1,736 shares	47,744	59,779
MITSUBISHI ESTATE LTD	2,304 shares	43,678	48,591
KDDI CORP SHS	2,714 shares	38,320	42,881
MAKITA EL WORKS ADR	740 shares	37,853	33,337
KOMATSU NEW NEW SPNSDADR	1,977 shares	39,184	43,791
BURBERRY GROPC-SP ADR	930 shares	38,011	46,891
BHP LIMITED SPON ADR	2,481 shares	157,564	117,401
CNOOC LTD SPN ADR	145 shares	24,110	19,639
ANHEUSER-BUSCH INBEV ADR	574 shares	45,136	64,472
BRITISH AMN TOBACO SPADR	465 shares	31,448	50,136
BNP PARIBAS SPONSORD ADR	1,858 shares	58,371	54,588
BG GROUP PLC SPON ADR	4,520 shares	92,795	60,387
BASF AG SPON ADR	563 shares	44,691	46,949
CHEUNG KONG HLDGS LTD	3,933 shares	56,067	65,760
CENTRICA PLC	1,153 shares	24,547	19,901
DIAGEO PLC SPSP ADR NEW	1,066 shares	94,719	121,620
CREDIT SUISSE GP SP ADR	1,939 shares	66,249	48,630
CHINA CONSTRUCT UNSPN AD	1,490 shares	21,666	24,511
DBS GROUP HLDGS SPN ADR	742 shares	25,149	46,175
DANONE-SPONS ADR	23,037 shares	338,222	299,873
CIE FINANCIERE RICHEMONT	5,261 shares	28,886	46,665
NESTLE S A REP RG SH ADR	1,299 shares	58,105	94,762
NOVARTIS ADR	4,194 shares	304,228	388,616
PING AN INS GROUP CO	1,390 shares	22,302	28,342
NOVO NORDISK A S ADR	6,596 shares	290,514	279,143
RIO TINTO PLC SPNSRD ADR	1,886 shares	93,614	86,869
NITTO DENKO CORP ADR	1,617 shares	48,469	45,223
NIDEC CORPORATION ADR	1,707 shares	15,347	27,670
ASML HLDG NV NY REG SHS	429 shares	31,611	46,259
ACCOR SA SHS	4,681 shares	45,556	41,474
ALLINZ AKNGSLST SPD ADR	3,106 shares	34,607	51,466
ALIBABA GROUP HOLDING LT	1,773 shares	164,874	184,286
AKZO NV	2,348 shares	53,221	53,534
ACE LIMITED	663 shares	45,164	76,165
ABB LTD SPON ADR	2,085 shares	33,593	44,098
FRESNIUS M C AG SPN ADR	887 shares	29,834	32,943
HENKEL KGAA SPN ADR	314 shares	19,989	33,529
HONDA MOTOR ADR NEW	1,654 shares	47,214	48,826
HANG LUNG PROPERTIES ADR	1,877 shares	36,651	26,296
HSBC HLDG PLC SPNADR NEW	1,974 shares	93,175	93,231
ING GP NV SPSP ADR	4,708 shares	43,617	61,062
IMPERIAL TOB GRP SPS ADR	384 shares	23,241	33,600

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
INDUSTRL AND COMMRL BNK	1,943 shares	27,157	28,367
TOTAL COMMON STOCK		\$ 20,001,771	\$ 25,753,245
MUTUAL FUNDS			
PIMCO Fixed Income SHS (FISH) Series M	158,032 units	\$ 1,569,335	\$ 1,638,792
PIMCO Fixed Income SHS (FISH) Series C	143,718 units	1,809,891	1,642,697
BLACKROCK STRATEGIC	181,430 units	1,868,195	1,834,257
BLACKROCK BOND ALLOC	93,530 units	923,410	933,429
BLACKROCK ALLOCATION	96,430 units	954,271	927,657
TOTAL MUTUAL FUNDS		\$ 7,125,102	\$ 6,976,832
MONEY FUNDS			
BIF MONEY FUND	1,750,127 units	\$ 1,750,127	\$ 1,750,127
* PREFERRED DEPOSIT (BUS)	2,082 units	2,082	2,082
TOTAL MONEY FUNDS		\$ 1,752,209	\$ 1,752,209

Alside Retirement Plan

**SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
(Modified Cash Basis)**

For the year ended December 31, 2014

Employer Identification Number: 75-1872487
Plan Number: 016

<u>Identity of Party</u>	<u>Description of Asset</u>	<u>Purchase Price</u>	<u>Selling Price</u>	<u>Cost of Asset</u>	<u>Current Value of Asset on Transaction Date</u>	<u>Net Gain or (Loss)</u>
Category (iii) – Series of Transactions in excess of 5% of Plan assets:						
BlackRock	BIF Money Fund	\$ 16,625,920	\$ 16,455,830	\$ 16,625,830	\$ 33,081,750	\$ -

There were no category (i), (ii), or (iv) reportable transactions for the year ended December 31, 2014.

* Represents a party-in-interest

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

► Round off amounts to nearest dollar.

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

A Name of plan <u>Alside Retirement Plan</u>	B Three-digit plan number (PN) ► <div style="border: 1px solid black; width: 100px; height: 20px; margin: 0 auto; text-align: center;">016</div>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>Associated Materials, LLC</u>	D Employer Identification Number (EIN) <u>75-1872487</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500	

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2014</u>			
2 Assets:			
a Market value	2a	41,115,752	
b Actuarial value	2b	38,668,680	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	364	20,787,079	20,787,079
b For terminated vested participants.....	776	15,577,642	15,577,642
c For active participants.....	195	4,843,358	5,493,555
d Total.....	1,335	41,208,079	41,858,276
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.47 %	
6 Target normal cost	6	573,641	

Statement by Enrolled Actuary

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

SIGN HERE	<div style="border: 1px solid black; border-radius: 50%; width: 60px; height: 40px; margin: 0 auto; text-align: center; line-height: 40px;">DAH</div> <div style="text-align: center;"> <u>David A. Henderson</u> Signature of actuary </div>	<div style="text-align: center;"> <u>10/07/2015</u> Date </div> <div style="text-align: center;"> <u>14-06905</u> Most recent enrollment number </div> <div style="text-align: center;"> <u>(216) 573-9700</u> Telephone number (including area code) </div>
<u>David A. Henderson</u> Type or print name of actuary		
<u>Hewitt Associates LLC</u> Firm name		
<u>5005 Rockside Road</u> <u>Suite 1000</u> <u>Independence</u> Address of the firm		
<u>OH 44131</u>		

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

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>15.56%</u>	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		806
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.60%</u>		54
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		860
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	92.38 %
15 Adjusted funding target attainment percentage	15	92.38 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	88.31 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/11/2014	654,000		04/14/2015	630,000	
07/15/2014	654,000		07/16/2015	630,000	
08/08/2014	14,327		09/15/2015	55,000	
10/14/2014	391,000				
01/14/2015	567,000				
04/08/2015	41,475				
Totals ►			18(b)	3,636,802	18(c) 0

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

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	3,433,938

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost**21** Discount rate:**a** Segment rates:

1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %	☐ N/A, full yield curve used
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b Applicable month (enter code)..... **21b** 4**22** Weighted average retirement age **22** 63**23** Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute**Part VI Miscellaneous Items****24** Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment..... ☐ Yes ☒ No**25** Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment..... ☐ Yes ☒ No**26** Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment..... ☒ Yes ☐ No**27** If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment..... **27****Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years****28** Unpaid minimum required contributions for all prior years **28** 0**29** Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)..... **29** 0**30** Remaining amount of unpaid minimum required contributions (line 28 minus line 29) **30** 0**Part VIII Minimum Required Contribution For Current Year****31** Target normal cost and excess assets (see instructions):**a** Target normal cost (line 6)..... **31a** 573,641**b** Excess assets, if applicable, but not greater than line 31a **31b** 0

32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		3,189,596	1,943,263
b Waiver amortization installment.....			

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount **33****34** Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) .. **34** 2,516,904

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0

36 Additional cash requirement (line 34 minus line 35) **36** 2,516,904**37** Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)..... **37** 3,433,938**38** Present value of excess contributions for current year (see instructions)**a** Total (excess, if any, of line 37 over line 36) **38a** 917,034**b** Portion included in line 38a attributable to use of prefunding and funding standard carryover balances **38b** 0**39** Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37) **39** 0**40** Unpaid minimum required contributions for all years **40** 0**Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)****41** If an election was made to use PRA 2010 funding relief for this plan:**a** Schedule elected ☐ 2 plus 7 years ☐ 15 years**b** Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011**42** Amount of acceleration adjustment **42****43** Excess installment acceleration amount to be carried over to future plan years **43**

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 19—Discounted Employer Contributions
 Year applied for contributions: 2014

Date	Amount	Days to Discount to 1/1/2014 at 6.47%	Interest Adjusted Contribution
April 11, 2014	\$ 654,000	100	\$ 642,863
July 15, 2014	654,000	195	632,458
August 8, 2014	14,327	219	13,798
October 14, 2014	391,000	286	372,257
January 14, 2015	567,000	378	531,357
April 8, 2015	41,475	462	38,311
April 14, 2015	630,000	468	581,340
July 16, 2015	630,000	561	572,127
September 15, 2015	55,000	622	49,427
Total Contribution	\$ 3,636,802		\$ 3,433,938

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
60.5	5.00%	1.0000	3.03
61.5	5.00%	0.9500	2.92
62.5	50.00%	0.9025	28.20
63.5	25.00%	0.4513	7.16
64.5	25.00%	0.3384	5.46
65	100.00%	0.2538	16.50
Weighted Average			63.27

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month look-back (as of September 2013), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA.
1st Segment Rate	4.99%.
2nd Segment Rate	6.32%.
3rd Segment Rate	6.99%.
Salary Increases	N/A.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 65.
Mortality Rates	
Healthy and Disabled	2014 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e).
Withdrawal Rates	See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%).
Surviving Spouse Benefit	It is assumed that 95% of males and 95% of females have an eligible spouse, and that males are one year older than their spouses.
Benefit and Compensation Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$210,000.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Valuation of Plan Assets

Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2012 Plan Year

7.50%.

2013 Plan Year

7.50%, limited to 7.16%.

Trust Expenses Included in Target Normal Cost

Prior year administrative expenses rounded to the nearest \$1,000 (\$567,000 for 2014).

Actuarial Method

Standard unit credit cost method.

Valuation Date

January 1, 2014.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Table 1

Retirement Rates

<u>Age</u>	<u>Rate</u>
60	5.00%
61	5.00%
62	50.00%
63	25.00%
64	25.00%
65+	100.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
15	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
16	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
17	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
18	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
19	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
20	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
21	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
22	16.70%	16.70%	16.70%	16.70%	16.70%	16.70%
23	15.80%	15.80%	15.80%	15.80%	15.80%	15.80%
24	15.10%	15.10%	15.10%	15.10%	15.10%	15.10%
25	14.30%	14.30%	14.30%	14.30%	14.30%	14.30%
26	13.60%	13.60%	13.60%	13.60%	13.60%	13.60%
27	12.80%	12.80%	12.80%	12.80%	12.80%	12.80%
28	12.70%	12.10%	12.10%	12.10%	12.10%	12.10%
29	12.70%	11.90%	11.50%	11.50%	11.50%	11.50%
30	12.70%	11.90%	11.00%	10.80%	10.80%	10.80%
31	12.70%	11.90%	11.00%	10.20%	10.20%	10.20%
32	12.70%	11.90%	11.00%	10.20%	9.60%	9.60%
33	12.70%	11.90%	11.00%	10.20%	9.50%	9.00%
34	12.70%	11.90%	11.00%	10.20%	9.50%	8.50%
35	12.70%	11.90%	11.00%	10.20%	9.50%	7.90%
36	12.70%	11.90%	11.00%	10.20%	9.50%	7.40%
37	12.70%	11.90%	11.00%	10.20%	9.50%	6.90%
38	12.70%	11.90%	11.00%	10.20%	9.50%	6.50%
39	12.70%	11.90%	11.00%	10.20%	9.50%	6.00%
40	12.70%	11.90%	11.00%	10.20%	9.50%	5.60%
41	12.70%	11.90%	11.00%	10.20%	9.50%	5.20%
42	12.70%	11.90%	11.00%	10.20%	9.50%	4.90%
43	12.70%	11.90%	11.00%	10.20%	9.50%	4.50%
44	12.70%	11.90%	11.00%	10.20%	9.50%	4.20%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
45	12.70%	11.90%	11.00%	10.20%	9.50%	3.90%
46	12.70%	11.90%	11.00%	10.20%	9.50%	3.60%
47	12.70%	11.90%	11.00%	10.20%	9.50%	3.40%
48	12.70%	11.90%	11.00%	10.20%	9.50%	3.10%
49	12.70%	11.90%	11.00%	10.20%	9.50%	2.90%
50	12.70%	11.90%	11.00%	10.20%	9.50%	2.70%
51	12.70%	11.90%	11.00%	10.20%	9.50%	2.60%
52	12.70%	11.90%	11.00%	10.20%	9.50%	2.40%
53	12.70%	11.90%	11.00%	10.20%	9.50%	2.30%
54	12.70%	11.90%	11.00%	10.20%	9.50%	2.20%
55+	12.70%	11.90%	11.00%	10.20%	9.50%	2.20%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.027%	0.027%	45	0.144%	0.216%
16	0.027%	0.027%	46	0.162%	0.243%
17	0.027%	0.027%	47	0.189%	0.270%
18	0.027%	0.027%	48	0.225%	0.297%
19	0.027%	0.027%	49	0.252%	0.324%
20	0.027%	0.027%	50	0.297%	0.360%
21	0.027%	0.027%	51	0.351%	0.396%
22	0.027%	0.027%	52	0.414%	0.441%
23	0.027%	0.027%	53	0.477%	0.486%
24	0.027%	0.027%	54	0.549%	0.531%
25	0.027%	0.027%	55	0.621%	0.576%
26	0.027%	0.027%	56	0.693%	0.621%
27	0.027%	0.027%	57	0.774%	0.666%
28	0.027%	0.036%	58	0.855%	0.720%
29	0.027%	0.036%	59	0.945%	0.765%
30	0.027%	0.036%	60	1.035%	0.810%
31	0.027%	0.045%	61	1.134%	0.864%
32	0.027%	0.045%	62	1.242%	0.909%
33	0.027%	0.054%	63	1.359%	0.945%
34	0.027%	0.054%	64	1.476%	0.981%
35	0.036%	0.063%	65+	0.000%	0.000%
36	0.036%	0.072%			
37	0.045%	0.081%			
38	0.054%	0.090%			
39	0.063%	0.108%			
40	0.072%	0.117%			
41	0.081%	0.135%			
42	0.090%	0.153%			
43	0.108%	0.171%			
44	0.126%	0.198%			

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Schedule SB, Part V—Summary of Plan Provisions

Effective Date March 1, 1984.

Freeze Date December 31, 1998.

Participants Any employee who has at least one year of continuous service as of December 31, 1998, regardless of age, and who is in a group of employees designated for coverage.

Normal Retirement

Eligibility Age 65 and five years of participation service.

Benefit Special payment plus regular pension.

Early Retirement

Eligibility Either (1) or (2) below:

(1) Age 60 and 15 years of continuous service.

(2) 30 years of continuous service.

Benefit Special payment plus regular pension benefit reduced for early commencement.

The regular pension benefit calculated for continuous service after January 1, 1988 shall be reduced as follows:

Age	Percentage	Age	Percentage
64	92.3%	59	65.4%
63	84.6%	58	61.5%
62	76.9%	57	57.7%
61	73.1%	56	52.9%
60	69.2%	55	48.6%

The regular pension benefit for continuous service prior to January 1, 1988 is unreduced if commencement is deferred to age 62, or if the participant has 30 or more years of continuous service at retirement; otherwise the regular pension benefit shall be actuarially reduced from age 62 to age 60.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Disabled Retirement
Eligibility

Permanently disabled prior to age 65 and 15 years of continuous service.

Benefit

Regular pension benefits plus special payment plus an additional monthly supplemental benefit of \$400.00 payable during the period while the participant is not eligible for Social Security benefits.

For periods of service after January 1, 1988, the 1.90% accrual factor for the regular pension benefit shall be modified based on age at commencement as follows:

Age	Percentage	Age	Percentage
64	1.850%	59	1.675%
63	1.800%	58	1.650%
62	1.750%	57	1.625%
61	1.725%	56	1.594%
60	1.700%	55	1.556%

And the 0.65% accrual factor as follows:

Age	Percentage	Age	Percentage
64	0.600%	59	0.425%
63	0.550%	58	0.400%
62	0.500%	57	0.375%
61	0.475%	56	0.344%
60	0.450%	55	0.316%

The regular pension benefit for continuous service prior to January 1, 1988 is unreduced.

Additional Retirement Benefit
Eligibility

Participants retiring prior to January 1, 1990 under any type of retirement eligibility other than a deferred vested retirement.

Benefit

Annual benefit amounts ranging from \$1,000 to \$3,000 and varying by age and marital status.

Schedule SB Attachment (Form 5500)—2014 Plan Year
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EIN: 75-1872487 PN: 016

Deferred Vested Retirement

Eligibility

Participant as of December 31, 1998.

Benefit

Regular pension benefit payable at age 65, or actuarially reduced benefit payable as early as age 60.

Additional reductions apply to benefit for participants who incur a break in service during the 1988 calendar year and have less than 10 years of continuous service.

Qualified Preretirement Survivor Annuity

Eligibility

Participants as of December 31, 1998 who have been married for at least one year.

Benefit

50% of the regular pension benefit payable at participants' age 60, (or age at death if later) reduced for the cost of survivor annuity protection. Early retirement reductions apply only to deferred vested participants. This amount is then reduced by any predecessor plan pre-pension spouse coverage or surviving spouse benefit payable.

Surviving Spouse's Benefit

Eligibility

Fifteen years of continuous service.

Benefit

The greater of (1) and (2) below:

- (1) \$140.00 per month payable until the surviving spouse is eligible for widow's benefits provided under Social Security, and \$90.00 per month thereafter.
- (2) 50% of the regular pension benefit payable had the participant retired on the earlier of the date of his death or the last day of his continuous service. The benefit is not reduced for the cost of survivor annuity protection. This amount is offset by 50% of the widow's benefit provided under Social Security.

Definitions

Continuous Service

Service beginning with the employee's last re-employment date and ending with the severance from service date (adjusted as required for breaks in service).

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
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Special Payment

A lump sum payment equal to 13 weeks of base pay. This amount is reduced by the number of weeks of vacation pay entitled to in the year of retirement. The vacation schedule is as follows:

Years of Service	Weeks of Vacation
1–6	2
7–19	3
20+	4

The resulting lump sum amount replaces the first three months of regular pension benefit payments.

Furthermore, if the participant is a former participant under the USX plan, the payment is recalculated using 1984 base pay. This amount, which is payable by USX, is then subtracted from the payment amount based on current base pay. The end result is the amount payable by Alside.

The amount of the special payment was frozen April 1, 2010.

Regular Pension

Sum of (1) and (2) subject to (3) below:

- (1) The accrued benefit earned as of December 31, 1987.
- (2) 1.90% of average monthly earnings times years of continuous service from January 1, 1988 to December 31, 1998, less 0.65% of average monthly earnings not exceeding monthly covered compensation times years of continuous service from January 1, 1988 to December 31, 1998.
- (3) In no event, however, shall the 1988 annual accrual calculated under (2) above be less than 2% of average monthly earnings as of December 31, 1988 times continuous service from January 1, 1988 through December 31, 1988, offset by 1⅓% of Social Security benefit times continuous service from January 1, 1988 through December 31, 1988.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Covered Compensation

The average of the maximum taxable wage bases for the 35 calendar years ending with the year in which individual attains Social Security retirement age. In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain constant in future years. Notwithstanding the above, covered compensation is determined as of December 31, 1998.

Average Monthly Earnings

The monthly average of the 60 highest consecutive calendar month periods of total earnings in the last 120 months prior to the earlier of January 1, 1999 and the participant's termination.

Employee Contributions

For plan years prior to January 1, 1999, each participant was required to contribute 1.5% of earnings per year. For plan year's starting January 1, 1999 and later, no contributions are required.

Normal Form of Benefits

For unmarried participants: Six-year certain and life annuity.

For married participants: The actuarial equivalent qualified joint and survivor annuity.

Optional Forms of Benefits

50%, 75% or 100% continuation of benefits to a co pensioner. Actuarial equivalence for this purpose is based on a 6.00% interest rate and the RP-2000 Combined Healthy Mortality Table, blended 50% male and 50% female and projected to 2008 at scale AA, with no age setbacks.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2014

Number of Participants and Average Compensation

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34					2					
35-39					5	2				
40-44					14	8				
45-49				1	24	21	4			
50-54				1	11	8	9	4		
55-59					13	12	7	9	6	1
60-64					5	3	9	4	3	5
65-69							2	1	1	
70+										

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Schedule SB Attachment (Form 5500)—2014 Plan Year
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Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 1,359,159	January 1, 2008	1	\$ 1,359,159
Shortfall	\$ (446,536)	January 1, 2009	2	\$ (228,703)
Shortfall	\$ 1,991,943	January 1, 2010	3	\$ 696,563
Shortfall	\$ 2,064,567	January 1, 2011	4	\$ 554,431
Shortfall	\$ (3,148,459)	January 1, 2012	5	\$ (692,460)
Shortfall	\$ 1,147,684	January 1, 2013	6	\$ 217,247
Shortfall	\$ 221,238	January 1, 2014	7	\$ 37,026

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2014

Date	Amount	Days to Discount to 1/1/2014 at 6.47%	Interest Adjusted Contribution
April 11, 2014	\$ 654,000	100	\$ 642,863
July 15, 2014	654,000	195	632,458
August 8, 2014	14,327	219	13,798
October 14, 2014	391,000	286	372,257
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Total Contribution	\$ 3,636,802		\$ 3,433,938

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
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(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
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61.5	5.00%	0.9500	2.92
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Alside Retirement Plan
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3rd Segment Rate	6.99%.
Salary Increases	N/A.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 65.
Mortality Rates	
Healthy and Disabled	2014 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e).
Withdrawal Rates	See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%).
Surviving Spouse Benefit	It is assumed that 95% of males and 95% of females have an eligible spouse, and that males are one year older than their spouses.
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Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Valuation of Plan Assets

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A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2012 Plan Year

7.50%.

2013 Plan Year

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Trust Expenses Included in Target Normal Cost

Prior year administrative expenses rounded to the nearest \$1,000 (\$567,000 for 2014).

Actuarial Method

Standard unit credit cost method.

Valuation Date

January 1, 2014.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Table 1

Retirement Rates

<u>Age</u>	<u>Rate</u>
60	5.00%
61	5.00%
62	50.00%
63	25.00%
64	25.00%
65+	100.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
15	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
16	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
17	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
18	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
19	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
20	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
21	17.50%	17.50%	17.50%	17.50%	17.50%	17.50%
22	16.70%	16.70%	16.70%	16.70%	16.70%	16.70%
23	15.80%	15.80%	15.80%	15.80%	15.80%	15.80%
24	15.10%	15.10%	15.10%	15.10%	15.10%	15.10%
25	14.30%	14.30%	14.30%	14.30%	14.30%	14.30%
26	13.60%	13.60%	13.60%	13.60%	13.60%	13.60%
27	12.80%	12.80%	12.80%	12.80%	12.80%	12.80%
28	12.70%	12.10%	12.10%	12.10%	12.10%	12.10%
29	12.70%	11.90%	11.50%	11.50%	11.50%	11.50%
30	12.70%	11.90%	11.00%	10.80%	10.80%	10.80%
31	12.70%	11.90%	11.00%	10.20%	10.20%	10.20%
32	12.70%	11.90%	11.00%	10.20%	9.60%	9.60%
33	12.70%	11.90%	11.00%	10.20%	9.50%	9.00%
34	12.70%	11.90%	11.00%	10.20%	9.50%	8.50%
35	12.70%	11.90%	11.00%	10.20%	9.50%	7.90%
36	12.70%	11.90%	11.00%	10.20%	9.50%	7.40%
37	12.70%	11.90%	11.00%	10.20%	9.50%	6.90%
38	12.70%	11.90%	11.00%	10.20%	9.50%	6.50%
39	12.70%	11.90%	11.00%	10.20%	9.50%	6.00%
40	12.70%	11.90%	11.00%	10.20%	9.50%	5.60%
41	12.70%	11.90%	11.00%	10.20%	9.50%	5.20%
42	12.70%	11.90%	11.00%	10.20%	9.50%	4.90%
43	12.70%	11.90%	11.00%	10.20%	9.50%	4.50%
44	12.70%	11.90%	11.00%	10.20%	9.50%	4.20%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service					
	0	1	2	3	4	5+
45	12.70%	11.90%	11.00%	10.20%	9.50%	3.90%
46	12.70%	11.90%	11.00%	10.20%	9.50%	3.60%
47	12.70%	11.90%	11.00%	10.20%	9.50%	3.40%
48	12.70%	11.90%	11.00%	10.20%	9.50%	3.10%
49	12.70%	11.90%	11.00%	10.20%	9.50%	2.90%
50	12.70%	11.90%	11.00%	10.20%	9.50%	2.70%
51	12.70%	11.90%	11.00%	10.20%	9.50%	2.60%
52	12.70%	11.90%	11.00%	10.20%	9.50%	2.40%
53	12.70%	11.90%	11.00%	10.20%	9.50%	2.30%
54	12.70%	11.90%	11.00%	10.20%	9.50%	2.20%
55+	12.70%	11.90%	11.00%	10.20%	9.50%	2.20%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.027%	0.027%	45	0.144%	0.216%
16	0.027%	0.027%	46	0.162%	0.243%
17	0.027%	0.027%	47	0.189%	0.270%
18	0.027%	0.027%	48	0.225%	0.297%
19	0.027%	0.027%	49	0.252%	0.324%
20	0.027%	0.027%	50	0.297%	0.360%
21	0.027%	0.027%	51	0.351%	0.396%
22	0.027%	0.027%	52	0.414%	0.441%
23	0.027%	0.027%	53	0.477%	0.486%
24	0.027%	0.027%	54	0.549%	0.531%
25	0.027%	0.027%	55	0.621%	0.576%
26	0.027%	0.027%	56	0.693%	0.621%
27	0.027%	0.027%	57	0.774%	0.666%
28	0.027%	0.036%	58	0.855%	0.720%
29	0.027%	0.036%	59	0.945%	0.765%
30	0.027%	0.036%	60	1.035%	0.810%
31	0.027%	0.045%	61	1.134%	0.864%
32	0.027%	0.045%	62	1.242%	0.909%
33	0.027%	0.054%	63	1.359%	0.945%
34	0.027%	0.054%	64	1.476%	0.981%
35	0.036%	0.063%	65+	0.000%	0.000%
36	0.036%	0.072%			
37	0.045%	0.081%			
38	0.054%	0.090%			
39	0.063%	0.108%			
40	0.072%	0.117%			
41	0.081%	0.135%			
42	0.090%	0.153%			
43	0.108%	0.171%			
44	0.126%	0.198%			

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Schedule SB, Part V—Summary of Plan Provisions

Effective Date March 1, 1984.

Freeze Date December 31, 1998.

Participants Any employee who has at least one year of continuous service as of December 31, 1998, regardless of age, and who is in a group of employees designated for coverage.

Normal Retirement
Eligibility

Age 65 and five years of participation service.

Benefit

Special payment plus regular pension.

Early Retirement
Eligibility

Either (1) or (2) below:

(1) Age 60 and 15 years of continuous service.

(2) 30 years of continuous service.

Benefit

Special payment plus regular pension benefit reduced for early commencement.

The regular pension benefit calculated for continuous service after January 1, 1988 shall be reduced as follows:

Age	Percentage	Age	Percentage
64	92.3%	59	65.4%
63	84.6%	58	61.5%
62	76.9%	57	57.7%
61	73.1%	56	52.9%
60	69.2%	55	48.6%

The regular pension benefit for continuous service prior to January 1, 1988 is unreduced if commencement is deferred to age 62, or if the participant has 30 or more years of continuous service at retirement; otherwise the regular pension benefit shall be actuarially reduced from age 62 to age 60.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Disabled Retirement
Eligibility

Permanently disabled prior to age 65 and 15 years of continuous service.

Benefit

Regular pension benefits plus special payment plus an additional monthly supplemental benefit of \$400.00 payable during the period while the participant is not eligible for Social Security benefits.

For periods of service after January 1, 1988, the 1.90% accrual factor for the regular pension benefit shall be modified based on age at commencement as follows:

Age	Percentage	Age	Percentage
64	1.850%	59	1.675%
63	1.800%	58	1.650%
62	1.750%	57	1.625%
61	1.725%	56	1.594%
60	1.700%	55	1.556%

And the 0.65% accrual factor as follows:

Age	Percentage	Age	Percentage
64	0.600%	59	0.425%
63	0.550%	58	0.400%
62	0.500%	57	0.375%
61	0.475%	56	0.344%
60	0.450%	55	0.316%

The regular pension benefit for continuous service prior to January 1, 1988 is unreduced.

Additional Retirement Benefit
Eligibility

Participants retiring prior to January 1, 1990 under any type of retirement eligibility other than a deferred vested retirement.

Benefit

Annual benefit amounts ranging from \$1,000 to \$3,000 and varying by age and marital status.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Aside Retirement Plan
EIN: 75-1872487 PN: 016

Deferred Vested Retirement
Eligibility

Participant as of December 31, 1998.

Benefit

Regular pension benefit payable at age 65, or actuarially reduced benefit payable as early as age 60.

Additional reductions apply to benefit for participants who incur a break in service during the 1988 calendar year and have less than 10 years of continuous service.

Qualified Preretirement Survivor Annuity
Eligibility

Participants as of December 31, 1998 who have been married for at least one year.

Benefit

50% of the regular pension benefit payable at participants' age 60, (or age at death if later) reduced for the cost of survivor annuity protection. Early retirement reductions apply only to deferred vested participants. This amount is then reduced by any predecessor plan pre-pension spouse coverage or surviving spouse benefit payable.

Surviving Spouse's Benefit
Eligibility

Fifteen years of continuous service.

Benefit

The greater of (1) and (2) below:

- (1) \$140.00 per month payable until the surviving spouse is eligible for widow's benefits provided under Social Security, and \$90.00 per month thereafter.
- (2) 50% of the regular pension benefit payable had the participant retired on the earlier of the date of his death or the last day of his continuous service. The benefit is not reduced for the cost of survivor annuity protection. This amount is offset by 50% of the widow's benefit provided under Social Security.

Definitions
Continuous Service

Service beginning with the employee's last re-employment date and ending with the severance from service date (adjusted as required for breaks in service).

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Special Payment

A lump sum payment equal to 13 weeks of base pay. This amount is reduced by the number of weeks of vacation pay entitled to in the year of retirement. The vacation schedule is as follows:

Years of Service	Weeks of Vacation
1–6	2
7–19	3
20+	4

The resulting lump sum amount replaces the first three months of regular pension benefit payments.

Furthermore, if the participant is a former participant under the USX plan, the payment is recalculated using 1984 base pay. This amount, which is payable by USX, is then subtracted from the payment amount based on current base pay. The end result is the amount payable by Alside.

The amount of the special payment was frozen April 1, 2010.

Regular Pension

Sum of (1) and (2) subject to (3) below:

- (1) The accrued benefit earned as of December 31, 1987.
- (2) 1.90% of average monthly earnings times years of continuous service from January 1, 1988 to December 31, 1998, less 0.65% of average monthly earnings not exceeding monthly covered compensation times years of continuous service from January 1, 1988 to December 31, 1998.
- (3) In no event, however, shall the 1988 annual accrual calculated under (2) above be less than 2% of average monthly earnings as of December 31, 1988 times continuous service from January 1, 1988 through December 31, 1988, offset by 1 $\frac{2}{3}$ % of Social Security benefit times continuous service from January 1, 1988 through December 31, 1988.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Alside Retirement Plan
EIN: 75-1872487 PN: 016

Covered Compensation

The average of the maximum taxable wage bases for the 35 calendar years ending with the year in which individual attains Social Security retirement age. In determining an individual's covered compensation in any given year, the current year's wage base is assumed to remain constant in future years. Notwithstanding the above, covered compensation is determined as of December 31, 1998.

Average Monthly Earnings

The monthly average of the 60 highest consecutive calendar month periods of total earnings in the last 120 months prior to the earlier of January 1, 1999 and the participant's termination.

Employee Contributions

For plan years prior to January 1, 1999, each participant was required to contribute 1.5% of earnings per year. For plan year's starting January 1, 1999 and later, no contributions are required.

Normal Form of Benefits

For unmarried participants: Six-year certain and life annuity.

For married participants: The actuarial equivalent qualified joint and survivor annuity.

Optional Forms of Benefits

50%, 75% or 100% continuation of benefits to a co pensioner. Actuarial equivalence for this purpose is based on a 6.00% interest rate and the RP-2000 Combined Healthy Mortality Table, blended 50% male and 50% female and projected to 2008 at scale AA, with no age setbacks.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2014

Attained Age	Number of Participants and Average Compensation									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29										
30-34					2					
35-39					5	2				
40-44					14	8				
45-49				1	24	21	4			
50-54				1	11	8	9	4		
55-59					13	12	7	9	6	1
60-64					5	3	9	4	3	5
65-69							2	1	1	
70+										

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Schedule SB Attachment (Form 5500)—2014 Plan Year
 Alside Retirement Plan
 EIN: 75-1872487 PN: 016

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 1,359,159	January 1, 2008	1	\$ 1,359,159
Shortfall	\$ (446,536)	January 1, 2009	2	\$ (228,703)
Shortfall	\$ 1,991,943	January 1, 2010	3	\$ 696,563
Shortfall	\$ 2,064,567	January 1, 2011	4	\$ 554,431
Shortfall	\$ (3,148,459)	January 1, 2012	5	\$ (692,460)
Shortfall	\$ 1,147,684	January 1, 2013	6	\$ 217,247
Shortfall	\$ 221,238	January 1, 2014	7	\$ 37,026

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis)**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
GOVERNMENT SECURITIES			
U.S. TREASURY NOTE	0.75% 10/31/2017	\$ 751,374	\$ 745,016
U.S. TREASURY NOTE	2.00% 11/15/2021	309,268	306,119
U.S. TRSY INFLATION NOTE	0.13% 7/15/2022	440,764	418,510
U.S. TREASURY NOTE	3.63% 2/15/2021	336,610	339,280
U.S. TRSRY INFLATION BOND	2.50% 1/15/2029	387,275	362,301
U.S. TREASURY BOND	3.13% 8/15/2044	34,368	37,680
U.S. TREASURY NOTE	2.38% 8/15/2024	131,213	135,463
U.S. TREASURY NOTE	2.75% 2/15/2024	91,901	94,704
U.S. TREASURY NOTE	1.25% 10/31/2018	246,913	248,380
U.S. TREASURY NOTE	2.25% 11/15/2024	181,294	181,210
U.S. TREASURY NOTE	1.00% 3/31/2017	230,732	230,971
U.S. TREASURY NOTE	1.25% 9/30/2015	434,609	433,294
U.S. TREASURY NOTE	0.38% 8/31/2015	265,601	265,352
U.S. TREASURY NOTE	1.00% 5/31/2018	261,174	262,432
U.S. TREASURY NOTE	0.25% 10/31/2015	160,142	159,987
U.S. TREASURY NOTE	1.75% 5/15/2023	251,942	258,023
FNMA PAA7681	4.50% 7/31/1905	46,228	47,002
FNMA PAE0937	3.50% 2014	176,214	181,592
FNMA P889579	6.00% 2038	42,946	47,226
FNMA PAL0065	4.50% 2014	142,391	153,366
FNMA P930071	6.00% 2038	13,777	15,280
FNMA P995672	4.50% 2039	72,434	73,669
FNMA P735580	5.00% 2035	55,064	61,502
FHLMC A9 6409	3.50% 2041	116,018	115,295
FNMA PAX5316	4.50% 2041	81,621	81,562
FNMA PAH3431	3.50% 2026	35,482	35,493
FHLMC G0 8599	3.50% 2026	225,150	230,041
FNMA PAW5063	4.00% 2044	53,460	53,417
FNMA PMA1561	3.00% 2033	65,221	66,329
FNMA PAE0949	4.00% 2041	17,493	17,685
FNMA PAL0145	4.50% 2014	263,447	265,336
FNMA PAH3384	3.50% 2041	26,190	26,097
FEDERAL HOME LN MT'G CORP	1.00% 6/29/2017	149,973	150,296
FEDERAL NATL MTG ASSOC	0.50% 3/30/2016	125,197	125,739
TOTAL GOVERNMENT SECURITIES		\$ 6,223,486	\$ 6,225,649

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
Corporate Bonds			
BP CAPITAL MARKET'S PLC	2.51% 1/15/2020	\$ 110,464	\$ 110,128
GS MTG SEC II CMO 2007	4.00% 8/16/2045	74,150	73,303
GOLDMAN SACHS GROUP INC	6.15% 4/1/2018	56,581	56,121
GENERAL ELEC CAP CORP	1.00% 1/8/2016	125,674	125,455
GOLDMAN SACHS GROUP INC	5.25% 7/27/2021	89,255	90,293
HCP INC	2.63% 2/1/2020	124,090	123,701
JPMORGAN CHASE & CO	4.25% 10/15/2020	70,033	69,882
DIRECTV HLDG/FIN INC	3.50% 3/1/2016	57,021	56,434
COSTCO WHOLESALE CORP	1.70% 12/15/2019	68,671	68,737
CITIGROUP INC	3.95% 6/15/2016	99,555	98,617
COMCAST CORP	3.60% 3/1/2024	97,274	99,772
ORACLE CORP	2.80% 7/8/2021	94,887	96,182
TOYOTA MOTOR CREDIT CORP	1.38% 1/10/2018	84,493	84,549
WELLS FARGO & COMPANY	3.30% 9/9/2024	105,458	105,657
VERIZON COMMUNICATIONS	4.60% 4/1/2021	130,975	130,244
KINDER MORGAN ENER PART	3.95% 9/1/2022	59,748	59,494
MORGAN STANLEY	2.13% 4/25/2018	85,176	85,049
METLIFE INC	3.60% 4/10/2024	86,247	87,230
TOTAL CAPITAL SA	2.13% 1/10/2019	60,483	60,195
AMERICAN EXPRESS CREDIT	2.80% 9/19/2016	62,145	61,765
ANHEUSER-BUSCH INBEV FIN	0.80% 1/15/2016	95,343	95,153
APPLE INC	1.00% 5/3/2018	58,597	59,110
AMERICAN INTL GROUP	3.38% 8/15/2020	72,618	72,716
BAXTER INTERNATIONAL INC	3.20% 6/15/2023	79,513	80,610
BRISTOL-MYERS SQUIBB CO	8.75% 8/1/2017	54,355	54,506
ENTERPRISE PRODUCTS OPER	1.25% 8/13/2015	95,528	95,251
TOTAL CORPORATE BONDS		\$ 2,198,334	\$ 2,200,154
COMMON STOCKS			
XILINX INC	662 shares	\$ 15,445	\$ 28,658
YUM BRANDS INC	2,580 shares	189,130	187,953
ZIMMER HOLDINGS INC COM	1,719 shares	153,408	194,969
WEYERHAEUSER CO	2,022 shares	34,186	72,570
WHITING PETROLEUM CORP	653 shares	16,289	21,549
EXXON MOBIL CORP COM	2,275 shares	165,354	210,324
FIFTH THIRD BANCORP	4,331 shares	68,603	88,244
FIRST POTOMAC RLTY TR	1,195 shares	18,025	14,770
FACEBOOK INC	6,358 shares	276,231	496,051
EASTMAN CHEM CO	371 shares	8,399	28,144
EATON VANCE CORP NVT	614 shares	15,877	25,131
ENOVA INTL INC COM	571 shares	12,448	12,710

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
EXPEDITORS INTL WASH INC	6,410 shares	279,639	285,950
FAIRCHILD SEMICNDCT CL A	1,665 shares	29,634	28,105
FACTSET RESH SYS INC	1,483 shares	169,707	208,732
DUKE ENERGY CORP NEW	791 shares	54,397	66,080
E I DUPONT DE N\$1 66 2/3	2,785 shares	136,045	205,923
UNION PACIFIC CORP	999 shares	83,970	119,011
WELLS FARGO & CO NEW DEL	5,008 shares	140,590	274,539
UNITED NAT FOODS INC	856 shares	18,108	66,190
VALSPAR CORP COM	663 shares	17,978	57,336
WAL MART STORES INC	902 shares	60,910	77,464
VARIAN MEDICAL SYS INC	2,908 shares	217,664	251,571
UNITED PARCEL SERVICES B	3,593 shares	352,486	399,434
VERIZON COMMUNICATNS COM	4,211 shares	168,508	196,991
VISA INC CL A SHRS	1,841 shares	371,766	482,710
TRAVELERS COS INC	1,500 shares	80,939	158,775
V F CORPORATION	1,404 shares	40,951	105,160
UNTD TECHNOLOGIES CRP	1,063 shares	64,415	122,245
US BANCORP (NEW)	2,923 shares	73,311	131,389
SUNTRUST BKS INC COM	4,752 shares	155,756	199,109
TELEDYNE TECH INC	301 shares	21,051	30,925
SCHLUMBERGER LTD	3,979 shares	354,948	339,846
3M COMPANY	800 shares	66,664	131,456
SCOTT CO	332 shares	14,140	20,690
SNAP ON TOOL	457 shares	17,721	62,490
SONOCO PRODUCTS CO	640 shares	21,769	27,968
SBA COMMUNICATIONS CRP A	646 shares	11,281	71,551
SEI CORP	6,833 shares	230,189	273,593
RYDER SYSTEM INC	398 shares	26,525	36,954
SEMPRA ENERGY	767 shares	41,706	85,413
TJX COS INC NEW	790 shares	13,050	54,178
TORONTO DOM BK ONT NEW	1,670 shares	62,675	79,793
TAL INTL GROUP INC	519 shares	27,552	22,613
BOSTON PPTYS INC	275 shares	22,552	35,390
BORG WARNER AUTOMOTIVE INC	884 shares	24,344	48,576
AMERICAN TOWER REIT INC	569 shares	31,516	56,246
ASTORIA FINL CORP	1,314 shares	22,308	17,555
AUTOMATIC DATA PROC	1,072 shares	74,887	89,373
AUTODESK INC COM	5,350 shares	228,255	321,321
C R BARD INC	207 shares	15,125	34,490
MARATHON OIL CORP	1,740 shares	49,128	49,225
LOCKHEED MARTIN CORP	414 shares	61,570	79,724
MARATHON PETROLEUM CORP	815 shares	30,332	73,562
MCDONALDS CORP COM	1,557 shares	122,590	145,891

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
KEYCORP NEW COM	2,383 shares	18,925	33,124
MORGAN ST DEAN WITR DISC	4,511 shares	152,519	175,027
MICROSOFT CORP	8,854 shares	258,563	411,268
METLIFE INC COM	2,472 shares	131,208	133,710
MONSTER BEVERAGE CORP	3,404 shares	194,873	368,823
MONOLITHIC PWR SYSTEMS	508 shares	6,976	25,268
KROGER CO	1,233 shares	65,394	79,171
MERCK AND CO INC SHS	5,963 shares	256,934	338,639
MONDELEZ INTERNATIONAL	2,414 shares	68,230	87,689
MEDICAL PPTYS TR INC	1,930 shares	23,159	26,595
LOWES COMPANIES INC	4,528 shares	216,914	311,526
JOHNSON&JOHNSON	1,305 shares	93,419	136,464
MOTOROLA SOLUTIONS INC	978 shares	59,683	65,604
JOHNSON CONTROLS INC	1,245 shares	41,296	60,183
JOY GLOBAL INC DEL COM	382 shares	28,370	17,771
AMER EXPRESS COMPANY	2,765 shares	204,679	257,256
CBRE GROUP INC	1,001 shares	18,804	34,284
ANSYS INC	463 shares	18,755	37,966
CSX CORP	1,530 shares	17,647	55,432
CME GROUP INC	836 shares	61,730	74,111
AMGEN INC COM PV \$0.0001	1,661 shares	187,415	264,581
BRISTOL MYERS SQUIBB CO	3,790 shares	127,308	223,724
ANALOG DEVICES INC	759 shares	37,759	42,140
COVANCE INC	302 shares	16,687	31,360
CONOCOPHILLIPS	1,130 shares	49,711	78,038
DOW CHEMICAL PV 2 50	1,300 shares	37,597	59,293
DOMINIUM RES INC NEW VA	1,881 shares	103,932	144,649
CHUBB CORP	1,290 shares	87,855	133,476
COCA COLA COM	8,412 shares	291,919	355,155
CITIGROUP INC COM NEW	3,099 shares	152,388	167,687
CHEVRON CORP	1,675 shares	178,665	187,902
COMCAST CRP NEW CL A SPL	3,808 shares	121,077	219,208
CISCO SYSTEMS INC COM	18,390 shares	393,288	511,518
DARDEN RESTAURANTS INC	426 shares	15,965	24,976
D R HORTON INC	1,367 shares	25,420	34,571
CENTENE CORP	614 shares	13,352	63,764
CABOT CORP	365 shares	15,547	16,009
CALIFORNIA RESOURCES	473 shares	3,278	2,606
RAYTHEON COMPANY	1,985 shares	99,162	214,717
RAYMOND JAMES FINL INC	654 shares	18,072	37,468
REINSURANCE GROUP AMERICA	363 shares	21,332	31,806
PFIZER INC DEL PV\$0.05	6,038 shares	142,954	188,084
ORACLE CORP \$0.01 DEL	9,545 shares	331,328	429,239

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
NORTHROP CORP DEL	915 shares	58,284	134,862
NEWFIELD EXPL CO	818 shares	30,285	22,184
NORTHEAST UTILITIES	1,490 shares	52,831	79,745
PHILIP MORRIS INTL INC	746 shares	59,155	60,762
PHILLIPS 66 SHS	550 shares	17,558	39,435
PROCTER GAMBLE	5,816 shares	406,454	529,779
PROTECTIVE LIFE CORP COM	691 shares	20,780	48,128
OCCIDENTAL PETE CORP	1,184 shares	90,745	95,442
PRAXAIR INC	784 shares	78,295	101,575
QUALCOMM INC	6,216 shares	455,623	462,035
REPUBLIC SERVICES CL A	644 shares	17,793	25,921
PRUDENTIAL FINANCIAL INC	1,494 shares	90,882	135,147
ON SEMICONDUCTOR CRP COM	4,084 shares	31,693	41,371
NEXTERA ENERGY INC SHS	1,307 shares	82,627	138,921
ABBVIE INC SHS	1,059 shares	31,643	69,301
ABBOTT LABS	1,049 shares	36,539	47,226
ALLEGHENY TECH INC	664 shares	18,201	23,087
NABORS INDUSTRIES LTD	1,647 shares	24,685	21,378
AKAMAI TECHNOLOGIES INC	663 shares	19,964	41,742
AMAZON COM INC COM	1,227 shares	405,862	380,799
TYCO INTL PLC SHS	1,552 shares	66,089	68,071
UBS GROUP AG NAMEN-AKT	4,109 shares	67,909	70,058
ALTERA CORP COM	603 shares	19,387	22,275
INTEL CORP	5,173 shares	134,677	187,728
HUNTINGTON INGALLS INDS	358 shares	26,006	40,261
INTL BUSINESS MACH	549 shares	88,069	88,082
GOOGLE INC SHS CL C	425 shares	165,849	223,720
GOOGLE INC CL A	425 shares	166,268	225,531
INTEGRYS ENERGY GROUP	371 shares	18,739	28,882
GATX CORPORATION	658 shares	23,440	37,861
INTERCONTINENTALEXCHANGE	191 shares	10,924	41,884
GENERAL MILLS	847 shares	33,418	45,171
HEXCEL CORP NEW	759 shares	18,798	31,491
GOLDMAN SACHS GROUP INC	367 shares	66,359	71,136
GLOBAL PMTS INC	283 shares	9,893	22,847
HOME DEPOT INC	2,607 shares	170,750	273,657
HONEYWELL INTL INC DEL	1,062 shares	63,492	106,115
HORACE MANN EDUCATORS CORP N	847 shares	23,484	28,103
J P MORGAN CHASE AND CO	5,252 shares	200,483	328,670
INTL PAPER CO	1,894 shares	90,443	101,481
INTL GAME TECHNOLOGY	1,074 shares	27,988	18,527
INTUIT INC	650 shares	36,219	59,924
ITRON INC	440 shares	20,051	18,608

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
GENERAL ELECTRIC	9,365 shares	190,074	236,654
GREENHILL COMPANY INC	2,029 shares	111,504	88,464
HEALTHCARE TR OF AMERICA	1,074 shares	24,560	28,934
HILTON WORLDWIDE HLDGS	1,623 shares	37,322	42,344
HEALTH CARE REIT INC COM	1,638 shares	107,648	123,947
HOME PPTYS N Y INC	680 shares	41,623	44,608
GENERAL GROWTH PROPERTIE	3,270 shares	67,526	91,985
HOST MARRIOTT CORP MD	940 shares	17,053	22,344
BELMOND LTD	1,006 shares	11,227	12,444
PUBLIC STORAGE INC	362 shares	50,440	66,916
RETAIL PROPERTIES OF	1,644 shares	23,898	27,438
PARAMOUNT GROUP INC	878 shares	16,155	16,322
QTS RLTY TR INC COM CL A	391 shares	8,678	13,231
PROLOGIS INC	2,090 shares	74,692	89,933
REGENCY CENTERS CORP	970 shares	47,496	61,867
CUBESMART COM	1,638 shares	21,816	36,151
DOUGLAS EMMETT INC	1,065 shares	25,782	30,246
DDR CORP COM	3,055 shares	52,846	56,090
DIAMONDROCK HOSPITALITY	2,269 shares	24,552	33,740
BIOMED REALTY TR INC	1,923 shares	41,598	41,421
APARTMENT INVT & MGMT CO	1,196 shares	26,379	44,431
AMERICAN HOMES 4 RENT	1,861 shares	32,682	31,693
AMERICAN ASSETS TR INC	546 shares	14,166	21,736
BRANDYWNE RLTY T SBI NEW	2,082 shares	31,896	33,270
TOLL BROS INC COM	283 shares	9,319	9,698
SUN CMNTYS INC	291 shares	15,062	17,594
TAUBMAN CTRS INC	461 shares	30,498	35,230
STRATEGIC HOTEL CAP INC	2,509 shares	19,985	33,194
SUNSTONE HOTEL INVS INC	2,747 shares	36,989	45,353
SL GREEN REALTY CORP	935 shares	86,985	111,284
SOVRAN SELF STORAGE INC	277 shares	18,073	24,160
SPIRIT REALTY CAPITAL IN	2,232 shares	23,495	26,538
SIMON PROPERTY GROUP DEL	881 shares	103,384	160,439
MACERICH CO	540 shares	43,210	45,041
LIBERTY PPTY TR	612 shares	21,722	23,030
MONOGRAM RESIDENTIAL TR	609 shares	5,560	5,639
KILROY REALTY CORP	403 shares	23,450	27,835
KIMCO RLTY CORP	657 shares	13,903	16,517
UDR INC	2,729 shares	66,271	84,108
VORNADO REALTY TRUST	979 shares	87,072	115,238
VENTAS INC	752 shares	44,028	53,918
WEINGARTEN RLTY INVS SBI	1,456 shares	45,339	50,844
ESSEX PPTY TR INC COM	213 shares	37,733	44,006

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
EQUITY RSNTL PPTYS TR SBI	2,133 shares	123,740	153,235
EDUCATION REALTY TR INC	314 shares	10,033	11,489
EMPIRE ST RLTY TR INC	972 shares	13,096	17,088
EXTENDED STAY AMERICA	898 shares	16,680	17,340
EXTRA SPACE STORAGE INC	247 shares	8,511	14,484
FIRST INDL REALTY TR INC	1,118 shares	19,409	22,986
MITSUBISHI CORP	498 shares	18,135	18,307
CASH AMERICA INVT INC	619 shares	13,712	14,002
PRUDENTIAL PLC	1,878 shares	38,510	86,707
PENN RL EST INV TR	948 shares	19,006	22,240
BIO RAD LABS CL A	160 shares	11,642	19,290
MOOG INC CL A	385 shares	16,772	28,502
FOREST CITY ENTRPRS CL A	1,003 shares	17,364	21,364
KUBOTA LTD ADR	764 shares	33,626	55,359
WYNN MACAU LTD SHS	1,255 shares	48,782	35,127
ZURICH INSURANCE GROUP	1,566 shares	28,953	48,859
EAST JAPAN RY CO ADR	3,080 shares	36,174	38,839
ESSILOR INTL SA ADR	336 shares	17,943	18,693
FANUC LTD-UNSP	1,515 shares	38,128	41,708
WPP PLC NEW/ADR	519 shares	21,467	54,028
VOLKSWAGEN A G ADR	1,463 shares	35,905	64,401
VODAFONE GROUP PLC SHS	2,519 shares	107,574	86,074
TOTAL S A SPONSORED ADR	1,880 shares	98,210	96,256
TOYOTA MOTOR CORP ADR	840 shares	76,927	105,403
UNILEVER NV NEW	2,028 shares	70,195	79,173
TULLOW OIL PLC SHS	3,420 shares	32,142	10,910
TECHNIP-COFLEXIP ADR	1,522 shares	39,298	22,518
SUMITOMO MITSUI-UNSPONS	8,091 shares	62,788	58,902
SCHNEIDER ELEC SA ADR	3,418 shares	57,355	49,253
TEVA PHARMACTCL INDS ADR	1,060 shares	48,774	60,961
SABMILLER PLC SPON ADR	3,209 shares	167,949	165,456
SANOFI SYN'THELBO SPN ADR	1,636 shares	70,408	74,618
SAP AKTIENGESSELLSCHAFT	970 shares	47,328	67,561
ROCHE HLDG LTD	2,603 shares	56,356	88,476
ROYAL DUTCH SHELL PLC	1,655 shares	97,688	110,802
SHIN-ETSU CHEM-UNSPON	3,230 shares	45,088	52,423
TAIWAN S MANUFCTRING ADR	1,898 shares	20,652	42,477
ASTELLAS PHARMA INC SHS	3,651 shares	37,851	50,972
AXA SA SPONSORED ADR	1,800 shares	31,287	41,202
ARM HLDGS PLC SPN ADR	5,456 shares	263,388	252,613
BAYER AG SPONSORED ADR	437 shares	26,021	59,799
BARCLAYS PLC ADR	4,596 shares	74,560	68,986
MARKS AND SPENCER GP ADR	2,123 shares	24,981	31,251

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
LAFARGE ADR NEW	2,413 shares	36,409	42,083
LVMH MOET HENNESSY ADR	1,736 shares	47,744	59,779
MITSUBISHI ESTATE LTD	2,304 shares	43,678	48,591
KDDI CORP SHS	2,714 shares	38,320	42,881
MAKITA EL WORKS ADR	740 shares	37,853	33,337
KOMATSU NEW NEW SPNSDADR	1,977 shares	39,184	43,791
BURBERRY GROU PLC-SP ADR	930 shares	38,011	46,891
BHP LIMITED SPON ADR	2,481 shares	157,564	117,401
CNOOC LTD SPN ADR	145 shares	24,110	19,639
ANHEUSER-BUSCH INBEV ADR	574 shares	45,136	64,472
BRITISH AMN TOBACO SPADR	465 shares	31,448	50,136
BNP PARIBAS SPONSORD ADR	1,858 shares	58,371	54,588
BG GROUP PLC SPON ADR	4,520 shares	92,795	60,387
BASF AG SPON ADR	563 shares	44,691	46,949
CHEUNG KONG HLDGS LTD	3,933 shares	56,067	65,760
CENTRICA PLC	1,153 shares	24,547	19,901
DIAGEO PLC SPSP ADR NEW	1,066 shares	94,719	121,620
CREDIT SUISSE GP SP ADR	1,939 shares	66,249	48,630
CHINA CONSTRUCT UNSPN AD	1,490 shares	21,666	24,511
DBS GROUP HLDGS SPN ADR	742 shares	25,149	46,175
DANONE-SPONS ADR	23,037 shares	338,222	299,873
CIE FINANCIERE RICHEMONT	5,261 shares	28,886	46,665
NESTLE S A REP RG SH ADR	1,299 shares	58,105	94,762
NOVARTIS ADR	4,194 shares	304,228	388,616
PING AN INS GROUP CO	1,390 shares	22,302	28,342
NOVO NORDISK A S ADR	6,596 shares	290,514	279,143
RIO TINTO PLC SPNSRD ADR	1,886 shares	93,614	86,869
NITTO DENKO CORP ADR	1,617 shares	48,469	45,223
NIDEC CORPORATION ADR	1,707 shares	15,347	27,670
ASML HLDG NV NY REG SHS	429 shares	31,611	46,259
ACCOR SA SHS	4,681 shares	45,556	41,474
ALLINZ AKNGSLST SPD ADR	3,106 shares	34,607	51,466
ALIBABA GROUP HOLDING LT	1,773 shares	164,874	184,286
AKZO NV	2,348 shares	53,221	53,534
ACE LIMITED	663 shares	45,164	76,165
ABB LTD SPON ADR	2,085 shares	33,593	44,098
FRESNIUS M C AG SPN ADR	887 shares	29,834	32,943
HENKEL KGAA SPN ADR	314 shares	19,989	33,529
HONDA MOTOR ADR NEW	1,654 shares	47,214	48,826
HANG LUNG PROPERTIES ADR	1,877 shares	36,651	26,296
HSBC HLDG PLC SPNADR NEW	1,974 shares	93,175	93,231
ING GP NV SPSP ADR	4,708 shares	43,617	61,062
IMPERIAL TOB GRP SPS ADR	384 shares	23,241	33,600

Alside Retirement Plan

**SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS
(HELD AT END OF YEAR) (Modified Cash Basis) – CONTINUED**

As of December 31, 2014

Employer Identification Number: 75-1872487

Plan Number: 016

Identity of Issue, Borrower, or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Date	Cost	Current Value
INDUSTRL AND COMMRL BNK	1,943 shares	27,157	28,367
TOTAL COMMON STOCK		\$ 20,001,771	\$ 25,753,245
MUTUAL FUNDS			
PIMCO Fixed Income SHS (FISH) Series M	158,032 units	\$ 1,569,335	\$ 1,638,792
PIMCO Fixed Income SHS (FISH) Series C	143,718 units	1,809,891	1,642,697
BLACKROCK STRATEGIC	181,430 units	1,868,195	1,834,257
BLACKROCK BOND ALLOC	93,530 units	923,410	933,429
BLACKROCK ALLOCATION	96,430 units	954,271	927,657
TOTAL MUTUAL FUNDS		\$ 7,125,102	\$ 6,976,832
MONEY FUNDS			
BIF MONEY FUND	1,750,127 units	\$ 1,750,127	\$ 1,750,127
* PREFERRED DEPOSIT (BUS)	2,082 units	2,082	2,082
TOTAL MONEY FUNDS		\$ 1,752,209	\$ 1,752,209

Alside Retirement Plan

**SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
(Modified Cash Basis)**

For the year ended December 31, 2014

Employer Identification Number: 75-1872487
Plan Number: 016

Identity of Party	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category (iii) – Series of Transactions in excess of 5% of Plan assets:						
BlackRock	BIF Money Fund	\$ 16,625,920	\$ 16,455,830	\$ 16,625,830	\$ 33,081,750	\$ -

There were no category (i), (ii), or (iv) reportable transactions for the year ended December 31, 2014.

* Represents a party-in-interest