Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2015

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2004

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
GUTHRIE & HUEBNER COMPANY, INC.

PO BOX 200350
SAN ANTONIO, TX 78220

5797 DIETRICH RD
SAN ANTONIO, TX 78219

2b Employer Identification Number (EIN)
20-0152733

2c Plan Sponsor's telephone number
210-661-4251

2d Business code (see instructions)
237990

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	08/11/2016	NITA MCBRIDE
	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)

Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor

ADMINISTRATOR COMMITTEE

PO BOX 200350
SAN ANTONIO, TX 78220

3b Administrator's EIN: 20-3182321

3c Administrator's telephone number: 210-661-4251

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	2575
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)**	1822
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	1605
b	Retired or separated participants receiving benefits	**6b**	100
c	Other retired or separated participants entitled to future benefits	**6c**	794
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	2499
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	25
f	Total. Add lines **6d** and **6e**.	**6f**	2524
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2488
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	199
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:

2P 2Q 3H 3I

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

- (1) ☐ Insurance
- (2) ☐ Code section 412(e)(3) insurance contracts
- (3) ☒ Trust
- (4) ☐ General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- (1) ☐ Insurance
- (2) ☐ Code section 412(e)(3) insurance contracts
- (3) ☒ Trust
- (4) ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **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 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2015** **This Form is Open to Public Inspection.**

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	**B** Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 GUTHRIE & HUEBNER COMPANY, INC.	**D** Employer Identification Number (EIN) 20-0152733

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

MORGAN STANLEY SMITH BARNEY LLC

755 EAST MULBERRY, SUITE 300
SAN ANTONIO, TX 78212

26-4310632

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 49 99 50 27 72 33 71 15 64 55	NONE	44232	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2015

This Form is Open to Public Inspection

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
GUTHRIE & HUEBNER COMPANY, INC.

D Employer Identification Number (EIN)
20-0152733

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	809706	1187943
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3600000	1700000
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	1964546	5373080
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3101062	3332872
(2) U.S. Government securities	1c(2)	293208	212409
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	185196	159740
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	1336	451
(B) Common	1c(4)(B)	2085297	2560423
(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)	542371	605252
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	51775140	59053698
	(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	64357862	74185868
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i	5271531	6358304
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	5271531	6358304
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	59086331	67827564

Part II Income and Expense Statement

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

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	1700000	
	(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)		1700000
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1410	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1410
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	5308534	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		5308534
	(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)	4552541	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		4552541

		(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)		-88733
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		11473752
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2549022	
(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)		2549022
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		175592
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	7905	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		7905
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2732519
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		8741233
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) [X] 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 [X] No

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

(1) Name: PADGETT, STRATEMANN & CO., L.L.P. **(2)** EIN: 74-1650885

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X		
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X		

		Yes	No	N/A	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X		
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X		
e	Was this plan covered by a fidelity bond?	4e	X			1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X		
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X		
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X		
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X			
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X		
l	Has the plan failed to provide any benefit when due under the plan?	4l		X		
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n				
o	Did the plan trust incur unrelated business taxable income?	4o				
p	Were in-service distributions made during the plan year?	4p				

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

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

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

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

2015

This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
GUTHRIE & HUEBNER COMPANY, INC.

D Employer Identification Number (EIN)
20-0152733

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 58-1428634

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A

22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____ (See instructions for tax law changes and codes).

22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter _____/_____/_____ and the letter's serial number _____.

22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter _____/_____/_____.

23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

GUTHRIE & HUEBNER COMPANY, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

Audited Financial Statements
December 31, 2015 and 2014

Audited by:
Padgett, Stratemann & Co., L.L.P.
Certified Public Accountants

P. O. Box 200350
5797 Dietrich Road
San Antonio, Texas 78220-0350
Ph. (210) 661-4251
Fax (210) 661-6060

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

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PS&Co.

Padgett Stratemann

Independent Auditor's Report

To the Trustees
Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Guthrie & Huebner Company, Inc. Employee Stock Ownership Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2015 and 2014, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2015 and 2014, and the changes in net assets available for benefits for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in note 2 of the financial statements, the Plan adopted new accounting guidance related to the presentation of certain investments and disclosure of investments. Prior year disclosures have been revised to reflect the retrospective application of adopting these changes in accounting. Our opinion is not modified with respect to these matters.

Other Matter – Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held for investment as of December 31, 2015 and the schedule of reportable transactions for the year ended December 31, 2015 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Padgett, Stratemann + Co., L.L.P.

San Antonio, Texas
July 27, 2016

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2015 and 2014

	2015			2014		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Assets						
Cash and cash equivalents	$ 4,423,191	-	4,423,191	$ 3,796,602	-	3,796,602
Investments, at fair market value:						
Sponsor company common stock	48,758,546	10,295,152	59,053,698	43,154,958	8,620,182	51,775,140
Other investments	3,635,899	-	3,635,899	3,221,574	-	3,221,574
Accounts receivable						
Sponsor company	7,073,080	-	7,073,080	5,564,546	-	5,564,546
Total Assets	63,890,716	10,295,152	74,185,868	55,737,680	8,620,182	64,357,862
Liabilities						
Notes payable	-	6,358,304	6,358,304	-	5,271,531	5,271,531
Total Liabilities	-	6,358,304	6,358,304	-	5,271,531	5,271,531
Net Assets Available for Plan Benefits	$63,890,716	3,936,848	67,827,564	$55,737,680	3,348,651	59,086,331

Notes to the financial statements form an integral part of these statements.

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED
December 31, 2015 and 2014

	2015			2014		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Additions to Net Assets						
Employer contributions	$ 1,700,000	-	1,700,000	$ 3,600,000	-	3,600,000
Distributions from Sponsor Company	5,308,534	-	5,308,534	4,740,235	-	4,740,235
Net unrealized appreciation in market value of sponsor company stock	2,712,596	1,839,945	4,552,541	2,930,691	933,963	3,864,654
Other Investment income	(87,323)	-	(87,323)	43,263	-	43,263
Cash transfer of note payment	-	1,814,835	1,814,835	-	1,419,517	1,419,517
Allocation of 777,148 shares of common stock of sponsor company, at market value	2,890,991	-	2,890,991	2,125,274	-	2,125,274
Total Additions to Net Assets	12,524,798	3,654,780	16,179,578	13,439,463	2,353,480	15,792,943
Deductions from Net Assets						
Distributions to eligible participants	2,556,927	-	2,556,927	1,833,692	-	1,833,692
Interest expense	-	175,592	175,592	-	221,592	221,592
Cash transfer of note payment	1,814,835	-	1,814,835	1,419,517	-	1,419,517
Allocation of 777,148 shares of common stock of sponsor company, at market value	-	2,890,991	2,890,991	-	2,125,274	2,125,274
Total Deductions from Net Assets	4,371,762	3,066,583	7,438,345	3,253,209	2,346,866	5,600,075
Net Increase	8,153,036	588,197	8,741,233	10,186,254	6,614	10,192,868
Net Assets Available for Benefits Beginning of Year	55,737,680	3,348,651	59,086,331	45,551,426	3,342,037	48,893,463
End of Year	$63,890,716	3,936,848	67,827,564	$55,737,680	3,348,651	59,086,331

Notes to the financial statements form an integral part of these statements.

1. PLAN DESCRIPTION

The following brief description of the Guthrie & Huebner Company, Inc. Employee Stock Ownership Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan Agreement for complete information.

Guthrie & Huebner Company, Inc., an S corporation, (Company) established the Guthrie & Huebner Company, Inc. Employee Stock Ownership Plan effective as of January 1, 2004. As of January 1, 2005, the Plan was amended and operates, in relevant part, as a leveraged employee stock ownership plan (ESOP), and is designed to comply with section 4975(e)(7) and the regulations thereunder of the Internal Revenue Code of 1986, as amended (Code) and is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan is administered by an ESOP Administration Committee appointed by the Company's Board of Directors and a third party administrator.

The Plan has purchased Company common shares from various stockholders for cash or by issuing non-guaranteed notes payable (Note 7) to the stockholders, and holds the stock in a trust established under the Plan. Notes are to be repaid over a period not to exceed ten years. The Plan makes quarterly payments of principal and interest. At the end of the year, an appropriate percentage of stock is allocated to eligible employees' accounts in accordance with applicable regulations under the Code.

The notes payable are secured by the unallocated shares of stock and are not guaranteed by the Company. The lender has no rights against shares once they are allocated under the ESOP. Accordingly, the financial statements of the Plan for the years ended December 31, 2015 and 2014 present separately the assets and liabilities and changes therein pertaining to:

(a) the accounts of employees with vested rights in allocated stock (Allocated) and
(b) stock not yet allocated to employees (Unallocated).

Recent Accounting Pronouncements

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

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

(b) The amendments in Part II of this Update will eliminate the requirements for plans to disclose (1) individual investments that represent 5 percent or more of net assets available for benefits and (2) the net appreciation or depreciation for investments by general type for both participant directed investments and nonparticipant-directed investments. The net appreciation or depreciation in investments for the period will still be required to be presented in the aggregate. In addition, if an investment is measured using the net asset value per share (or its equivalent) practical expedient in Fair Value Measurement: Disclosures for Investments in Certain Entities That Calculate Net Asset Value Per Share (or its Equivalent) and that investment is in a fund that files a U.S. Department of Labor Form 5500, Annual Return/Report of Employee Benefit Plan, as a direct filing entity, disclosure of that investment's strategy will no longer be required.

(continued)

1. PLAN DESCRIPTION (continued)

(c) The amendments in Part III of this Update reduce complexity in employee benefit plan accounting by providing a practical expedient that permits plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with month-end.

The ASU may be adopted in whole or by part (I, II, and III), as applicable. The amendments in this ASU are effective for fiscal years beginning after December 15, 2015. Early adoption is permitted. Upon adoption, the amendments in Parts I and II shall be applied retrospectively to all periods presented; the amendments in Part III shall be applied prospectively. The Plan adopted amendments in Part II of this ASU for the 2015 plan year, and the amendments in Part II were retrospectively applied to December 31, 2014. Prior year disclosures in note 6 have been revised to reflect the retrospective application. The impact of adopting these amendments is reflected in the financial statements.

Eligibility
Employees of the Company and its participating subsidiaries are generally eligible to participate in the Plan if they are in an eligible class of employees after one year of service providing they worked at least 1,000 hours during such plan year. Employees who do not have at least 1,000 hours of service during such plan year are generally not eligible for an allocation of Company contributions for such year.

Payment of Benefits
No distribution from the Plan will be made until a participant retires, dies (in which case, payment shall be made to his or her beneficiary or, if none, his or her legal representatives), or otherwise terminates employment with the Company and its participating subsidiaries. Distributions are made in accordance with Article 7 of the Plan Agreement.

Under the provisions of the Plan, the Company is obligated to repurchase participant shares which have been distributed under the terms of the Plan as long as the shares are not publicly traded or if the shares are subject to trading limitations. The company will repurchase shares at prices determined from an independent appraisal.

Voting Rights
The Trustees of the Plan will vote all Company Stock held by the Plan in accordance with Article 8 of the Plan Agreement.

Termination
The Company reserves the right to terminate the Plan at any time, subject to Plan provisions. Upon such termination of the Plan, the interest of each participant in the trust fund will be distributed to such participant or his or her beneficiary at the time prescribed by the Plan terms and the Code. Upon termination of the Plan, all amounts credited to a participant's account becomes 100% vested.

Participant Accounts
The Plan is a defined contribution plan under which a separate individual account is established for each participant. Each participant's account is credited as of the last day of each plan year with an allocation of shares of the Company's stock released by the Trustees from the unallocated account and forfeitures of terminated participants' non vested accounts. Only those participants who are eligible employees of the Company will receive an allocation. Allocations are based on a participant's eligible compensation, relative to total eligible compensation.

(continued)

1. PLAN DESCRIPTION (continued)

Vesting
If a participant's employment with the Company ends for any reason other than retirement, permanent disability or death, he or she will vest in the balances in his or her account based on total years of service with the Company in accordance with the Plan Agreement. Participants are vested 100% after five years for contributions made for Plan years beginning before December 31, 2009 and 100% after three years for contributions made for Plan years beginning after December 31, 2009.

Put Option
Under Federal income tax regulations, the employer stock that is held by the Plan and its participants and is not readily tradable on an established market, or is subject to trading limitations, includes a put option. The put option is a right to demand that the Company buy any shares of its stock distributed to participants for which there is no market. The put price is representative of the fair market value of the stock as determined by an independent valuation. The Company can pay for the purchase with interest over a period of five years. The purpose of the put option is to ensure that the participant has the ability to ultimately obtain cash.

Diversification
Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock to investments which are more diversified. Participants who are at least age 55 with at least 10 years of participation in the Plan may elect to diversify a portion of their account. Diversification is offered to each eligible participant over a six-year period. In each of the first five years, a participant may diversify up to 25 percent of the number of post-1986 shares allocated to his or her account, less any shares previously diversified. In the sixth year, the percentage changes to 50 percent. Participants who elect to diversify receive a cash distribution.

Participant Accounts and Forfeitures
Employer contributions and Plan forfeitures are allocated to each participant's account based upon the relation of the participant's compensation to total compensation for the Plan year. Forfeitures of terminated non vested account balances allocated to remaining participants amounted to $461,109 and $1,398,141 at December 31, 2015 and 2014, respectively. Plan earnings are allocated to each participants' account based on the ratio of the participant's beginning of the year account balance to all participant's beginning of the year account balances.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting
The financial statements of the Plan are prepared using the accrual method of accounting and current accounting pronouncements applicable to employee benefit plans.

Estimates
The preparation of financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

(continued)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Risk and Uncertainties

The Plan investments consist primarily of the Company's common stock, which is exposed to various risks such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows and/or other such techniques. Due to the level of risk associated with the investment in the common stock and to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Investment Valuation and Income Recognition

The common shares of the Company are valued at fair value as determined by an annual independent appraisal. Other investments are valued at quoted market prices. See note 9 for a discussion of the fair value measurements. Dividend income is accrued on the ex-dividend date. Purchases and sales of securities are recorded on a trade-date basis. Realized gains and losses from security transactions are reported on the average cost method. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Operating Expenses

All expenses of maintaining the Plan are paid by the Company.

Distributions from Sponsor Company

Cash distributions from the Sponsor Company are reported as Additions to Net Assets in the Statements of Changes in Net Assets available for Benefits.

3. TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated March 7, 2013, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the appropriate sections of the Code.

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 if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions. During 2015, the Internal Revenue Service completed its examination of the plan's form 5500 for the year ended December 31, 2013, in which no change was necessary to the information previously reported.

4. ADMINISTRATION OF PLAN ASSETS

The Plan's assets, which consist principally of the Company's common shares, are held by the Trustees of the Plan. The Trustees may also invest funds in other property or hold funds in cash or cash equivalents.

Employer contributions are held and managed by the Trustees, which invest cash received and make distributions to participants. The Trustees also administer the payment of interest and principal of the note payable, which is reimbursed to the Trustees through contributions as determined by the Company.

Certain administrative functions are performed by officers or employees of the Company or its subsidiaries. No such officer or employee receives compensation from the Plan.

5. PARTY-IN-INTEREST TRANSACTIONS

The Plan invests in Company common stock and has indebtedness collateralized by the Company stock. These are related party and party-in-interest transactions.

Certain Plan investments are deposited into mutual funds managed by Morgan Stanley Bank N.A. Morgan Stanley is the custodian, as defined by the Plan and, therefore, these deposits qualify as party-in-interest transactions.

6. INVESTMENTS

The Plan's investments in the Company's common shares, which represents 5% or more of the Plan's assets, at December 31, 2015 and 2014, are as follows:

	2015			2014		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Number of Shares	13,107,136	2,767,514	15,874,650	12,329,988	2,462,909	14,792,897
Cost	$ 19,281,635	6,066,937	25,348,572	$ 17,658,581	4,963,974	22,622,555
Market	$ 48,758,546	10,295,152	59,053,698	$ 43,154,958	8,620,182	51,775,140

The Plan's investment in Sponsor Company Common Stock appreciated in fair value by $4,552,541 and $3,864,654 during the years ended December 31, 2015 and 2014, respectively. For the Plan's other investments, the appreciation, including gains and losses on investments bought and sold, as well as held during the years ended December 31, 2015 and 2014 totaled $3,635,899 and $3,221,574, respectively, and are reported in other investment income on the accompanying Statement of Changes in Net Assets Available for Benefits.

7. NOTES PAYABLE

In 2008, 2010, 2012 and 2015, the Plan entered into several loan agreements with the ownership and management of the company for the purchase of their Company common stock. Unallocated shares secure the loans. The agreement provides for the loans to be repaid over one, three, five and ten years and bear interest at rates ranging from 2.40 to 4.45%. The aggregate principal amounts of notes payable scheduled for repayment in the succeeding years after December 31, 2015 are: 2016 $1,997,925; 2017 $1,345,060; 2018 $1,345,060; 2019 $445,541; 2020 $383,508 and thereafter $841,210.

8. EMPLOYER CONTRIBUTIONS

Company contributions to the Plan are discretionary as determined by the Company's board of directors.

9. FAIR VALUE MEASUREMENTS

The requirements of *Fair Value Measurements and Disclosures of the Accounting Standards Codification (ASC)* apply to all financial instruments and all nonfinancial assets and nonfinancial liabilities that are being measured and reported on a fair value basis. Fair value is defined as 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.

ASC also establishes a fair value hierarchy that prioritizes the inputs used in valuation methodologies into the following three levels:

Level 1 fair value measurements:
Unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 fair value measurements:
Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, or other inputs that can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 fair value measurements:
Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or other valuation techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

The following table represents assets reported on the Statement of Net Assets Available for Benefits at their fair value as of December 31, 2015 and 2014 by level within the ASC fair value measurement hierarchy:

	December 31, 2015			
	Total Fair Value Measurement	Quoted Prices in Active Markets (Level 1)	Quoted Prices in Active Markets (Level2)	Significant Unobservable Inputs (Level 3)
Sponsor Company Common Stock	$ 59,053,698	-	-	59,053,698
Other Investments	3,635,899	3,263,750	372,149	-
	$ 62,689,597	3,263,750	372,149	59,053,698

	December 31, 2014			
	Total Fair Value Measurement	Quoted Prices in Active Markets (Level 1)	Quoted Prices in Active Markets (Level2)	Significant Unobservable Inputs (Level 3)
Sponsor Company Common Stock	$ 51,775,140	-	-	51,775,140
Other Investments	3,221,574	2,743,170	478,404	-
	$ 54,996,714	2,743,170	478,404	51,775,140

(continued)

9. FAIR VALUE MEASUREMENTS (continued)

The following methods and assumptions were used to estimate the fair values of the assets in the table above.

Level 1 fair value measurements:
The other investments were valued at the selling price as of December 31, 2015 and 2014 for comparable securities on the exchanges at which these securities were traded.

Level 2 fair value measurements:
The other investments were valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings as of December 31, 2015 and 2014.

Level 3 fair value measurements:
The fair market value for sponsor company common stock is based on an independent appraisal of the fair value of Guthrie & Huebner Company, Inc. common stock as of December 31, 2015 and 2014.

The valuation technique was a blended valuation process using three basic approaches to value: the income approach, the market approach, and the cost approach.

The income approach measures the value of stock as the present value of its future economic benefits.

The market approach measures the value of stock through analysis of recent sales or offerings of guideline companies.

The cost approach measures the value of an asset by the cost to reconstruct or replace it with another or like utility.

The changes in level 3 fair value measurements are due to:

Net unrealized appreciation market value of Sponsor Company Common Stock	$	4,552,541
Acquisition of shares of Sponsor Company Common Stock		2,726,018
Change in Level 3 inputs	$	7,278,559

10. RECONCILATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500.

Net Assets Available for benefits per the financial statements	$	67,827,564
No Reconciling Items		-
Net assets available for benefits per the Form 5500	$	67,827,564

11. SUBSEQUENT EVENTS

The Company has experienced a decrease in revenues during 2016 and incurred significant losses on certain contracts. In addition, the Company is planning to discontinue certain operations that are not currently profitable and additional expenses related to the discontinuance are anticipated. Due to these factors, management is projecting a net operating loss for the year ending December 31, 2016.

Management is not able to estimate the impact of these factors on the fair value of the Company's common stock; however the impact could materially affect the value of the Plan's investment in Company common stock.

The Plan has evaluated subsequent events through July 27, 2016, which is the date the financial statements were available to be issued.

SCHEDULE OF ASSETS HELD FOR INVESTMENT

Form 5500, Schedule H, Part IV, Question (4i)
EIN: 20-0152733 Plan: 002
Year Ended December 31, 2015

Description	Cost	Current Value
Guthrie & Huebner Company, Inc.		
Common Stock	$ 25,348,572.49	59,053,698.00
Other Investments		
Cash Equivalents		
Morgan Stanley Bank N.A. #		97,624.54
Equity Securities		
Common Stock		
3 D SYSTEMS CORP NEW (DDD)	370.23	312.84
AAC TECHNOLOGIES HLDG INC (AACAY)	1,663.70	1,495.00
ABBOTT LABORATORIES (ABT)	4,325.79	4,940.10
ABERCROMBIE & FITCH CO (ANF)	599.90	432.00
ACI WORLDWIDE INC (ACIW)	2,889.63	2,824.80
ACTELION LTD UNSPON ADR (ALIOY)	7,251.75	8,126.82
ACUITY BRANDS INC (AYI)	1,065.87	1,402.80
ADOBE SYSTEMS (ADBE)	5,106.26	6,575.80
ADT CORPORATION COM (ADT)	4,884.75	3,924.62
AKBANK TURK ANONIM SIRKETI ADR (AKBTY)	2,559.08	1,852.41
ALASKA AIR GROUP INCORPORATED (ALK)	1,433.40	1,771.22
ALEXION PHARM INC (ALXN)	5,242.73	5,722.50
ALIBABA GROUP HLDG LTD (BABA)	5,119.71	4,713.66
ALLERGAN PLC SHS (AGN)	3,681.67	4,375.00
ALLIED WORLD ASSUR CO HLDG LTD (AWH)	337.52	334.71
ALLISON TRANSMN HLDGS INC (ALSN)	8,143.62	6,990.30
ALLSTATE CORP (ALL)	7,434.42	7,512.89
ALLY FINANCIAL INC (ALLY)	1,384.85	1,230.24
ALPHABET INC CL A (GOOGL)	5,870.06	10,114.13
ALPHABET INC CL C (GOOG)	5,606.04	9,865.44
ALTRA HLDGS INC (AIMC)	2,756.60	2,482.92
AMAZON COM INC (AMZN)	7,794.82	14,869.58
AMBEV S A SPONSORED ADR (ABEV)	3,692.21	2,604.64
AMC NETWORKS INC CL A (AMCX)	407.52	373.40
AMERICA MOVIL SA DE CV ADR L (AMX)	1,365.19	1,068.56
AMERICAN TOWER REIT COM (AMT)	3,266.58	3,199.35
AMERIPRISE FINCL INC (AMP)	3,709.32	3,299.02
AMERISOURCEBERGEN CORP (ABC)	1,495.15	1,555.65
ANALOGIC CORPORATION (ALOG)	3,124.22	2,973.60
ANHEUSER BUSCH INBEV SA SPON (BUD)	18,167.22	21,000.00
AON PLC SHS CL-A (AON)	8,861.03	8,391.11
APOLLO GROUP INC A (APOL)	728.55	329.81
APPLE INC (AAPL)	9,074.40	13,262.76
APPLIED IND TECH INC (AIT)	1,425.48	1,376.66
ARCHER DANIELS MIDLAND (ADM)	8,740.69	6,639.08
ARISTA NETWORKS INC (ANET)	353.39	389.20

(continued)

Description	Cost	Current Value
ARM HOLDINGS PLC ADS (ARMH)	2,888.49	2,850.12
ASHTEAD GROUP PLC ADR (ASHTY)	5,636.06	5,904.80
ASSA ABLOY AB UNSP ADR (ASAZY)	10,427.57	12,486.24
ASSOC BRITISH FDS PLC ADR-NEW (ASBFY)	5,658.16	5,888.12
AT&T INC (T)	7,816.48	7,811.07
AUTONATION INC (AN)	997.46	954.56
AVERY DENNISON CORPORATION (AVY)	305.75	313.30
AVIS BUDGET GROUP COM (CAR)	1,228.96	762.09
AVON PRODUCTS INC (AVP)	533.11	368.55
BAIDU INC ADS (BIDU)	4,975.67	4,726.00
BANCO DO BRASIL SA SPON ADR (BDORY)	4,234.56	1,604.48
BANCO MACRO S.A. SPONS ADR (BMA)	1,952.05	2,906.00
BANCORPSOUTH INC (BXS)	3,552.36	3,454.56
BANK OF NEW YORK MELLON CORP (BK)	7,098.78	7,584.48
BANK OF THE OZARKS INC (OZRK)	1,854.44	2,225.70
BAXALTA INC COM (BXLT)	7,542.27	8,781.75
BAYER AG SPON ADR (BAYRY)	12,509.54	12,358.66
BB & T CORP (BBT)	7,433.68	7,675.43
BB SEGURIDADE PARTICIPACOES (BBSEY)	3,174.92	1,446.00
BED BATH & BEYOND INC (BBBY)	4,177.40	3,329.25
BG GROUP PLC (BRGYY)	5,722.95	5,023.92
BHP BILLITON LTD (BHP)	10,759.29	6,130.88
BIDVEST GROUP LTD SPONS ADR (BDVSY)	1,669.37	1,358.40
BIOGEN IDEC INC (BIIB)	4,818.76	4,288.90
BIOMARIN PHARMAC SE (BMRN)	3,112.65	3,666.60
BNP PARIBAS SP ADR REPSTG (BNPQY)	7,657.17	6,838.92
BOEING CO (BA)	2,993.05	4,771.47
BORG WARNER INC (BWA)	5,587.68	4,106.85
BRISTOL MYERS SQUIBB CO (BMY)	5,074.18	7,016.58
BRITISH AMER TOB SPON ADR (BTI)	13,312.20	13,916.70
CA INCORPORATED (CA)	13,334.18	12,223.68
CADENCE DESIGN SYSTEM (CDNS)	315.69	291.34
CALGON CARBON CP (CCC)	2,266.51	1,863.00
CARDINAL HEALTH INC (CAH)	8,691.99	10,533.86
CARLSBERG AS (CABGY)	7,752.53	7,943.26
CBIZ INC (CBZ)	1,096.27	1,143.76
CDW CORPORATION (CDW)	2,840.15	3,110.96
CELGENE CORP (CELG)	5,001.84	6,227.52
CENTERPOINT ENERGY INC (CNP)	2,249.08	1,982.88
CHARLES RIVER LABS INTL INC (CRL)	318.12	321.56
CHECK POINT SOFTWARE TECH LTD (CHKP)	7,896.01	7,568.34
CHEVRON CORP (CVX)	8,907.93	7,916.48
CHINA CONSTRUCTION BANK CORP (CICHY)	5,442.18	4,926.82
CHINA MOBILE LTD (CHL)	4,047.81	3,717.78
CHINA SHENHUA ENERGY LTD ADR (CSUAY)	2,065.44	1,239.77
CIELO SA SPONSORED ADR NEW (CIOXY)	3,471.46	2,152.29
CINTAS CORP (CTAS)	276.49	273.15
CIRCOR INTERNATIONAL INC (CIR)	2,461.25	1,896.75
CISCO SYS INC (CSCO)	6,819.92	7,467.62
CITIGROUP INC NEW ©	2,136.88	1,914.75
CITRIX SYSTEMS INC (CTXS)	2,322.17	2,193.85
CLECO CORP HLDG CO. (CNL)	4,790.57	4,594.48

(continued)

Description	Cost	Current Value
CLICKS GROUP LTD SPONS ADR (CLCGY)	2,452.32	2,141.15
CMS ENERGY CP (CMS)	4,248.30	4,401.76
CNOOC LTD ADS (CEO)	3,009.33	1,878.84
COCA-COLA ENTERPRISES INC. NEW (CCE)	1,240.33	1,329.48
COMMERCIAL INTL BNK LTD SP ADR (CIBEY)	2,252.67	1,871.67
COMPAGNIE FIN RICHEMONTAG ADR (CFRUY)	5,577.68	5,254.56
COMPANHIA ENERGY DE MIN SP ADR (CIG)	2,316.81	676.50
COMPASS GROUP PLC (CMPGY)	8,812.87	9,109.54
CONCHO RES INC (CXO)	2,370.06	1,764.34
CONOCOPHILLIPS (COP)	8,022.69	6,676.67
CONSTELLATION BRANDS INC CL A (STZ)	278.22	284.88
CONTL AG SPONS ADR (CTTAY)	4,693.49	4,906.71
COSTCO WHOLESALE CORP NEW (COST)	3,838.18	5,006.50
CREDIT ACCEPTANCE CORP. (CACC)	1,322.76	1,284.12
CREDIT SUISSE GROUP (CS)	5,078.62	4,403.07
CVB FINCL CP (CVBF)	3,097.94	3,231.72
CVS HEALTH CORP COM (CVS)	4,688.68	7,430.52
D R HORTON INC (DHI)	1,850.53	1,985.86
DAIWA HOUSE IND LTD ADR (DWAHY)	11,689.14	16,197.51
DCT INDUSTRIAL TRUST INC (DCT)	4,869.65	5,418.65
DELTA AIR LINES INC NEW (DAL)	266.53	354.83
DILLARDS INC CL A (DDS)	932.45	459.97
DONNELLEY R R & SONS CO (RRD)	1,434.79	1,251.20
DR PEPPER SNAPPLE GROUP INC (DPS)	1,274.52	1,304.80
DU PONT EI DE NEMOURS & CO (DD)	8,713.81	9,657.00
DUN & BRADSTREET CP NEW (DNB)	2,764.46	2,182.53
DUPONT FABROS TECHNOLOGY INC (DFT)	1,931.04	1,907.40
EASTGROUP PROPERTIES INC (EGP)	3,076.57	2,780.50
EDISON INTERNATIONAL (EIX)	7,305.93	7,519.67
ELECTRONIC ARTS INC (EA)	2,688.71	3,092.40
EMCOR GROUP INC (EME)	3,312.62	3,362.80
ENCANA CORP (ECA)	6,925.01	2,926.75
ENTEGRIS INC (ENTG)	2,950.19	2,799.97
ESCO TECHNOLOGIES (ESE)	2,400.97	2,240.68
EXPEDIA INC NEW (EXPE)	296.51	372.90
EXPRESS SCRIPTS HLDG CO COM (ESRX)	7,706.51	7,604.67
F5 NETWORKS INC (FFIV)	240.28	193.92
FACEBOOK INC CL-A (FB)	9,644.48	13,291.82
FEI COMPANY (FEIC)	1,734.06	1,755.38
FIRST REPUBLIC BANK (FRC)	5,888.49	6,672.06
FISERV INC WISCONSIN (FISV)	5,740.50	6,676.58
FLEETCOR TECHNOLOGIES (FLT)	3,116.23	3,430.32
FLOWERS FOODS INC (FLO)	303.36	300.86
FOOT LOCKER INC (FL)	1,659.68	1,627.25
FORUM ENERGY TECHNOLOGIES (FET)	2,156.84	1,295.84
FOSSIL GROUP INC COM (FOSL)	3,168.97	1,535.52
FRESENIUS SE & CO SPN ADR (FSNUY)	5,854.91	7,764.75
G & K SERVICES CL A (GK)	1,967.08	1,761.20
GAP INC (GPS)	4,973.52	3,482.70
GAZPROM O A O SPON ADR (OGZPY)	2,739.91	1,559.75
GEA GROUP AG SPON ADR (GEAGY)	2,535.87	2,451.59
GLOBAL PAYMENT INC (GPN)	2,675.90	2,838.44

(continued)

Description	Cost	Current Value
GNC HOLDINGS, INC COM CL A (GNC)	1,194.26	961.62
GOODYEAR TIRE & RUBBER (GT)	2,768.27	3,267.00
GREATBATCH INC (GB)	2,654.80	2,520.00
HAEMONETICS CORP (HAE)	3,404.10	2,643.68
HALLIBURTON CO (HAL)	10,222.95	6,739.92
HANOVER INSURANCE GROUP INC (THG)	3,974.94	4,392.36
HASBRO INC (HAS)	4,026.32	4,108.96
HCA HOLDINGS INC (HCA)	1,393.80	1,352.60
HD SUPPLY HOLDINGS (HDS)	326.95	330.33
HELMERICH & PAYNE (HP)	2,860.52	2,034.90
HERBALIFE (HLF)	336.65	375.34
HILLENBRAND INC (HI)	1,362.10	1,333.35
HOLOGIC INC (HOLX)	2,089.25	1,973.19
HOME DEPOT INC (HD)	1,857.73	1,851.50
HORACE MANN EDUCATORS CP (HMN)	4,543.78	4,180.68
HOST HOTEL & RESORTS INC (HST)	3,257.87	2,377.70
HUNTINGTON INGALLS INDUSTRIES (HII)	2,141.79	2,029.60
HUNTSMAN CORP (HUN)	369.01	341.10
IAC INTERACTIVECORP COM (IACI)	1,050.46	900.75
IBERIA BK CORP (IBKC)	2,803.93	2,368.01
ICU MEDICAL INC (ICUI)	2,623.47	3,157.84
ILLUMINA INC (ILMN)	4,063.85	4,414.73
IMPERIAL HLDGS LTD ADR (IHLDY)	2,300.83	1,097.28
INC RESH HLDGS INC CL A (INCR)	2,694.77	3,250.17
INDEPENDENT BK MASS (INDB)	3,430.03	3,582.04
INFORMA PLC (IFJPY)	7,351.17	7,885.26
INGREDION INC COM (INGR)	514.14	670.88
INTEGRA LIFESCIENCES CRP NEW (IART)	2,602.22	3,117.88
INTEL CORP (INTC)	8,242.62	8,474.70
INTERNATIONAL PAPER CO (IP)	2,739.15	2,262.00
ITRON INC (ITRI)	2,254.11	2,243.16
J&J SNACK FOODS (JJSF)	2,056.15	2,216.73
JACOBS ENGINEERING GROUP INC (JEC)	3,932.13	3,481.85
JAPAN TOB INC (JAPAY)	9,903.75	10,959.25
JD COM INC SPON ADR CL A (JD)	3,598.34	3,613.68
JETLUBE AIRWAYS CORP (JBLU)	332.59	294.45
JOHNSON & JOHNSON (JNJ)	5,795.52	7,704.00
JOHNSON CONTROLS INCORPORATED (JCI)	8,083.65	6,831.77
JOY GLOBAL INC (JOY)	668.20	252.20
KASIKORNBANK PUB CO LTD UNSPON (KPCPY)	1,789.50	1,215.45
KB FINANCIAL GRP INC SONS ADR (KB)	3,515.47	2,619.78
KBC GROUP NV UNSPONS ADR (KBCSY)	4,815.02	4,828.25
KDDI CORP UNSPON ADR (KDDIY)	8,227.16	10,032.37
KEYCORP NEW (KEY)	3,899.43	3,521.73
KEYSIGHT TECHNOLOGIES INC (KEYS)	323.28	311.63
KIMBERLY CLARK SPON ADR (KCDMY)	2,389.46	2,211.78
KNOLL INC (KNL)	3,274.08	2,650.80
KOC HLDG AS UNSPON ADR (KHOLY)	2,579.90	2,072.40
KOHLS CORPORATION WISC (KSS)	984.77	809.71
KOMATSU LTD SPON ADR NEW (KMTUY)	5,518.29	4,294.79
KRAFT HEINZ CO (KHC)	6,001.59	7,276.00
KROGER CO (KR)	6,714.52	8,700.64

(continued)

Description	Cost	Current Value
LA Z BOY INCORPORATED (LZB)	2,906.14	2,564.10
LAM RESEARCH CORPORATION (LRCX)	306.81	397.10
LANCASTER COLONY CRP (LANC)	3,359.86	4,041.10
LEAR CORP (LEA)	2,434.39	2,702.26
LINCOLN NTL CORP IND (LNC)	4,243.18	3,920.28
LINKEDIN CORP-A (LNKD)	6,026.23	6,077.16
LITHIA MOTORS INC A (LAD)	2,244.60	2,346.74
LITTLEFUSE INC (LFUS)	3,674.48	4,066.38
LLOYDS BANKING GROUP PLC (LYG)	12,900.18	11,445.00
LOCALIZA RENT A CAR SA SPON (LZRFY)	4,115.70	1,836.16
LOWES COMPANIES INC (LOW)	5,359.61	7,832.12
M K S INSTRUMENTS (MKSI)	2,848.30	2,988.00
M&T BANK CORP (MTB)	2,751.08	2,665.96
M/A-COM TECHNOLOGY (MTSI)	2,883.96	3,352.98
MACY'S INC (M)	5,121.21	3,463.02
MAKITA CORPORATION LTD ADR NEW (MKTAY)	8,827.01	9,222.00
MALLINCKRODT PUBLIC LTD CO (MNK)	1,746.64	1,940.38
MARATHON OIL CO (MRO)	12,718.79	5,652.91
MARRIOTT INTL INC NEW CL A (MAR)	4,534.46	4,223.52
MARSH & MCLENNAN COS INC (MMC)	7,081.97	7,541.20
MASTERCARD INC CL A (MA)	8,260.85	10,028.08
MATADOR RES CO (MTDR)	3,079.08	2,253.78
MC DONALDS CORP (MCD)	2,923.18	3,071.64
MCGRAW HILL FINANCIAL INC COM (MHFI)	1,320.95	1,380.12
MEDIOLANUM SPA UNSPON ADR (MDLAY)	4,492.38	5,460.45
MENTOR GRAPHICS (MENT)	2,953.04	2,210.40
MERCK & CO INC NEW COM (MRK)	6,404.22	7,553.26
METHODE ELEC INC (MEI)	1,933.14	1,559.67
MGE ENERGY INC (MGEE)	2,709.60	2,969.60
MICHAEL KORS HOLDINGS LTD (KORS)	1,358.88	1,281.92
MICHAELS COS INC COM (MIK)	318.29	309.54
MICROSOFT CORP (MSFT)	4,085.99	4,161.00
MINERALS TECHNOLOGY INC (MTX)	3,127.36	2,109.56
MOBILE TELESYSTEMS PJSC (MBT)	3,189.25	1,359.60
MONDELEZ INTL INC COM (MDLZ)	6,646.55	8,340.24
MONSANTO CO/NEW (MON)	1,698.23	2,068.92
MONSTER BEVERAGE CORP NEW COM (MNST)	2,733.83	2,830.24
MORGAN STANLEY (MS)	2,767.21	2,862.90
MSA SAFETY INC (MSA)	2,678.61	2,303.91
MSG NETWORK INC CL A (MSGN)	3,592.54	3,660.80
NATL FUEL GAS CO (NFG)	5,106.93	3,505.50
NEDBANK GRP LTD SPON ADR (NDBKY)	2,261.37	1,371.44
NETAPP INC COM (NTAP)	2,313.24	1,538.74
NETEASE.COM INC ADS (NTES)	3,221.50	5,799.68
NETFLIX INC (NFLX)	4,757.20	7,663.46
NETSCOUT SYSTEMS INC (NTCT)	2,300.90	1,903.40
NIKE INC B (NKE)	5,882.08	8,625.00
NORDSTROM INC (JWN)	322.02	298.86
NORTHROP GRUMMAN CP(HLDG CO) (NOC)	5,487.32	8,118.83
NOVARTIS AG ADR (NVS)	20,447.74	21,251.88
NOVO NORDISK A/S ADR (NVO)	10,795.72	13,242.24
NU SKIN ENTERPRISE INC A (NUS)	563.72	378.90

(continued)

Description	Cost	Current Value
NXP SEMICONDUCTORS NV (NXPI)	1,674.59	1,432.25
O'REILLY AUTOMOTIVE INC NEW (ORLY)	5,769.95	7,602.60
OCCIDENTAL PETROLEUM CORP DE (OXY)	9,165.71	7,099.05
OCWEN FINANCIAL CORP NEW (OCN)	1,055.84	899.13
ONE GAS INC (OGS)	2,662.42	3,110.54
P H GLATFELTER (GLT)	2,881.99	2,046.84
PALO ALTO NETWORKS INC (PANW)	3,777.62	3,698.94
PEBBLEBROOK HOTEL TR COM (PEB)	4,168.69	2,633.88
PENSKE AUTO GP INC (PAG)	400.05	338.72
PFIZER INC (PFE)	4,774.44	7,069.32
PHILIPPINE LG DIST TEL SPN ADR (PHI)	3,216.24	2,094.75
PHYSICIANS REALTY TRUST (DOC)	2,836.78	2,832.48
PIONEER NATURAL RESOURCES CO (PXD)	4,322.76	3,636.02
PITNEY BOWES INC (PBI)	1,816.16	1,693.30
PJSC LUKOIL SPONSORED ADR (LUKOY)	3,068.87	2,241.46
PORTLAND GENERAL ELEC CO (POR)	1,931.85	1,927.61
PPC LIMITED UNSPON ADR (PPCYY)	811.32	551.55
PRICELINE.COM INC NEW (PCLN)	4,986.14	5,099.80
PRUDENTIAL PLC ADR (PUK)	15,618.56	16,048.48
PT ASTRA INTERNATIONAL TBK ADR (PTAIY)	3,480.86	2,642.75
PT BK MANDIRI PERSERO TBK UNSP (PPERY)	3,832.00	3,099.01
PT SEMEN GRESIK PERSERO ADR (PSGTY)	2,655.85	1,831.50
PT TELEKOMUNIKASI INDONESIA (TLK)	3,807.52	3,818.40
PT UNITED TRACTORS ADR (PUTKY)	1,971.32	1,312.20
PTC INC COM (PTC)	5,692.72	5,298.39
PVH CORPORATION (PVH)	2,806.06	1,841.25
QTS RLTY TR INC COM CL A (QTS)	2,575.35	2,706.60
QUEST DIAGNOSTICS INC (DGX)	8,670.71	9,888.46
QUINTILES TRANSNATIONAL HLDGS (Q)	346.59	343.30
RACKSPACE HOSTING INC COM (RAX)	335.16	303.84
RAYTHEON CO (NEW) (RTN)	6,740.61	8,841.63
RED ELECTRICA CORPORACION SA (RDEIY)	6,949.20	6,997.30
RED HAT INC (RHT)	3,449.23	4,554.55
REGENERON PHARM (REGN)	4,008.89	4,342.96
RELX PLC SPONSORED ADR (RELX)	8,044.88	8,201.80
RETAIL PPTYS AMER CL-A (RPAI)	4,729.40	4,578.70
REXAM PLC (REXMY)	7,216.82	7,691.84
ROCKWELL AUTOMATION INC (ROK)	3,699.71	3,386.13
ROCKWELL COLLINS INC (COL)	3,948.11	3,784.30
ROYAL DUTCH SHELL PLC (RDS'A)	7,518.45	5,265.85
ROYAL KPN NV SPONS ADR (KKPNY)	4,241.19	4,814.31
RYANAIR HLDGS PLC ADR (RYAAY)	3,493.45	4,928.22
RYOHIN KEIKAKU CO LTD ADR (RYKKY)	4,039.68	5,595.90
SALESFORCE.COM,INC. (CRM)	5,443.14	7,212.80
SALLY BEAUTY HLDGS INC (SBH)	6,497.34	6,135.80
SAMPO OYJ UNSPON ADR (SAXPY)	8,965.89	9,232.67
SANLAM LTD ADR (SLLDY)	1,959.79	1,322.68
SBERBANK RUSSIA SPONSORED ADR (SBRCY)	3,390.46	2,657.61
SCRIPPS E.W. COMPANY CL A NEW (SSP)	2,020.89	1,710.00
SEALED AIR CP NEW (SEE)	2,077.78	1,962.40
SENSIENT TECH CORP (SXT)	2,395.95	2,198.70
SERVICEMASTER GLOBAL HLDGS INC (SERV)	935.77	1,098.72

(continued)

Description	Cost	Current Value
SERVICENOW INC (NOW)	944.10	952.16
SEVEN & I HLDGS CO LTD ADR (SVNDY)	8,046.11	8,568.75
SHAKE SHACK INC CL A (SHAK)	1,378.07	990.00
SHERWIN WILLIAMS COMPANY OHIO (SHW)	3,112.33	2,855.60
SHINHAN FINANCIAL GROUP CO LTD (SHG)	3,839.30	2,821.56
SHIRE PLC ADR (SHPG)	16,164.80	15,785.00
SHOPRITE HLDGS LTD SPONSORED A (SRGHY)	1,855.06	1,250.77
SIGNET JEWELERS LIMITED (SIG)	4,307.21	4,700.22
SKECHERS U S A INC CL A (SKX)	870.67	664.62
SKYWORKS SOLUTIONS INC (SWKS)	3,249.39	2,689.05
SOFTBANK CORP UNSPONS ADR (SFTBY)	12,419.56	9,268.08
SONY CORP ADR 1974 NEW (SNE)	6,086.38	5,512.64
SOUTHWEST AIRLINES (LUV)	2,788.68	2,798.90
SPIRIT AEROSYSTEMS HLD CLA A (SPR)	2,234.58	2,102.94
SPLUNK INC (SPLK)	3,157.94	2,999.31
STANDARD BANK GROUP LTD SPON (SGBLY)	2,245.39	1,305.00
STANDEX INTERNATIONAL CORP (SXI)	2,643.37	2,660.80
STARBUCKS CORP WASHINGTON (SBUX)	3,722.77	7,023.51
STIFEL FINANCIAL CORPORATION (SF)	2,322.09	1,863.84
SUMITOMO MITSUI FINL GROUP INC (SMFG)	12,402.59	11,726.55
SUMITOMO MITSUI TR HLDGS INC (SUTNY)	3,826.28	3,515.82
SWEDBANK AB SPONS ADR (SWDBY)	10,669.13	9,369.87
SYMANTEC CORP (SYMC)	1,941.82	1,680.00
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	4,947.14	5,437.25
TELENOR ASA ADS (TELNY)	7,296.93	5,375.70
TEMPUR-PEDIC INT'L INC (TPX)	902.28	915.98
TERADATA CORP (TDC)	1,300.46	1,215.32
TESLA MOTORS INC (TSLA)	3,611.74	3,600.15
TESORO PETROLEUM CP (TSO)	983.93	1,159.07
TEVA PHARMACEUTICALS ADR (TEVA)	11,675.58	13,915.68
TIFFANY & COMPANY NEW (TIF)	3,086.67	2,441.28
TIME WARNER INC NEW (TWX)	3,743.13	2,845.48
TIMKEN CO (TKR)	673.06	428.85
TJX COS INC NEW (TJX)	3,110.81	3,403.68
TOLL BROTHERS (TOL)	3,625.99	3,063.60
TOTAL SYSTEM SVCS (TSS)	2,296.06	2,340.60
TRINITY IND (TRN)	1,696.98	1,297.08
TRIUMPH GROUP INC (TGI)	435.10	278.25
TUPPERWARE BRANDS CORP (TUP)	3,591.72	3,227.70
TURKCELL ILETISM HIZM AS NEW (TKC)	2,500.40	1,630.08
ULTA SALON COS & FRAGR INC (ULTA)	797.31	925.00
ULTIMATE SOFTWARE GP INC (ULTI)	1,566.21	1,564.08
UNDER ARMOUR INC CL A (UA)	4,276.09	4,514.16
UNILEVER PLC (NEW) ADS (UL)	9,557.05	9,702.00
UNITED CONTINENTAL HLDGS INC (UAL)	1,796.85	1,890.90
UNITED RENTALS INC (URI)	895.68	943.02
UNITED THERAPEUTICS CORP (UTHR)	3,471.07	3,445.42
US ECOLOGY INC NEW (ECOL)	3,975.52	2,878.76
VALEO SPONSORED ADR (VLEEY)	6,636.78	8,283.40
VANTIV INC CL-A (VNTV)	2,697.39	2,655.52
VCA ANTECH INC (WOOF)	7,942.52	7,975.00
VECTREN CP (VVC)	4,201.34	4,326.84

(continued)

Description	Cost	Current Value
VERIZON COMMUNICATIONS (VZ)	7,858.25	7,626.30
VINCI SA ADR (VCISY)	6,269.00	6,690.76
VISA INC CL A (V)	7,948.83	10,236.60
VIVENDI SA UNSPON ADR (VIVHY)	6,629.54	5,358.85
VODACOM GROUP LIMITED (VDMCY)	1,740.87	1,499.40
VULCAN MATERIALS CO (VMC)	5,285.69	5,888.14
VWR CORP COM (VWR)	312.38	339.72
WALT DISNEY CO HLDG CO (DIS)	2,902.44	5,989.56
WASTE MGMT INC (DELA) (WM)	6,888.42	7,952.13
WATTS WTR TECH INC A (WTS)	2,321.62	2,086.14
WEATHERFORD INTL LTD (WFT)	3,749.92	2,248.52
WEICHAI PWR CO LTD UNSPON ADR (WEICY)	2,188.15	1,296.89
WELLCARE HEALTH PLANS INC. (WCG)	6,635.96	6,022.17
WESTERN UN CO (WU)	3,793.83	3,456.63
WHOLE FOODS MARKETS INC (WFM)	301.08	335.00
WOLSELEY PLC JERSEY SPNSRD ADR (WOSYY)	6,479.04	6,472.30
WOLTERS KLUWER NV SPON ADR (WTKWY)	6,653.48	7,606.77
WOLVERINE WORLD WIDE (WWW)	7,355.79	3,960.27
WOOLWORTHS HLDGS LTD (WLWHY)	2,552.83	2,199.37
WORKDAY INC CL A (WDAY)	3,901.15	3,744.96
WYNDHAM WORLDWIDE CORP (WYN)	3,780.99	3,487.20
WYNN MACAU LTD UNSPON ADR (WYNMY)	2,261.54	856.29
XEROX CORP (XRX)	9,701.02	8,344.55
YPF SOCIEDAD ADS REP 1 CL-D SH (YPF)	3,298.98	1,697.76
Preferred Stock		
VALE S.A. SP (VALE'P)	1,505.57	451.35
ETFs & CEFs		
ISHARES RUSSELL 2000 ETF (IWM)	18,157.22	18,244.44
ISHARES TIPS BOND ETF (TIP)	113,408.31	109,570.32
POWERSHARES QQQ TR (QQQ)	18,421.14	18,345.04
SPDR BARCLAYS CAPITAL 1-3 MONT (BIL)	88,869.87	88,847.60
SPDR TRUST SERIES 1 (SPY)	54,089.02	55,044.90
VANGUARD GROWTH ETF (VUG)	271,531.68	287,359.39
VANGUARD VALUE ETF INDEX (VTV)	253,526.23	252,875.04
WISDOMTREE EUROPE HEDGE EQUIT (HEDJ)	122,895.09	100,194.22
WISDOMETREE TRUST JAPN HEDGE EQ (DXJ)	115,540.80	104,116.32
Fixed Income Securities		
VISA INC	10,000.00	9,981.40
COCA-COLA CO	15,493.20	15,273.15
COMCAST CORP	5,115.05	5,081.35
COSTCO WHOLESALE CORP	22,249.80	21,052.20
JOHN DEERE CAPITAL CORP	15,185.85	15,023.70
JP MORGAN CHASE & CO	15,092.70	14,979.90
ORACLE CORP	14,986.05	15,007.95
PROCTER & GAMBLE CO	11,218.90	10,896.00
WELLS FARGO CO	17,010.60	16,092.60
GOLDMAN SACHS GROUP INC	10,122.30	10,071.50
MERK & CO INC	14,932.65	14,929.95
UNITED HEALTH GROUP INC	10,289.00	10,104.80
ACCRUED INTEREST		1,245.33

Description	Cost	Current Value
Government Securities		
FED HOME LN MTG CORP	20,541.64	20,161.00
FED HOME LN MTG CORP	10,981.86	10,922.78
FED NATL MTG ASSN	15,207.55	15,054.30
FED NATL MTG ASSN	12,131.04	12,045.00
UNITED STATES TREASURY NOTE	10,187.53	10,050.40
UNITED STATES TREASURY NOTE	10,016.83	10,000.80
UNITED STATES TREASURY NOTE	10,931.67	10,480.10
UNITED STATES TREASURY NOTE	16,139.42	16,072.48
UNITED STATES TREASURY NOTE	14,849.27	14,949.60
UNITED STATES TREASURY NOTE	15,967.04	15,824.40
UNITED STATES TREASURY NOTE	9,835.58	9,810.20
UNITED STATES TREASURY NOTE	16,328.97	16,178.85
UNITED STATES TREASURY NOTE	15,208.26	15,172.20
UNITED STATES TREASURY NOTE	15,554.94	15,584.70
UNITED STATES TREASURY NOTE	15,016.47	15,027.00
UNITED STATES TREASURY NOTE	3,981.74	3,997.96
ACCRUED INTEREST		1,077.36
Mutual Funds		
AB SEL US LG/SHT ADV (ASYLX)	187,391.88	175,551.18
AQR MANAGED FUTURES STRATEGY I (AQMIX)	78,217.94	69,288.77
COHEN & STEERS PREF SEC & INC I (CPXIX)	112,993.94	110,422.37
LOOMIS SAYLES BOND INST (LSBDX)	183,778.67	152,715.60
PIMCO COMMOD REAL RET STRATP	153,971.58	97,274.27
TOTAL COSTS AND MARKET VALUE	3,676,995.77	3,635,899.29

SCHEDULE OF REPORTABLE TRANSACTIONS

Form 5500, Schedule H, Part IV, Question (4j)

EIN: 20-0152733 Plan: 002

Year Ended December 31, 2015

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value on Transaction Date
NO ASSETS OVER 5% TO REPORT					

Schedule C, Line 2(h)
Formula Description

Name of Plan:

► GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2015 - 12/31/2015 Plan number:► 002

Summary of Potentially Eligible Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	PIMCO INSTITUTIONAL FUNDS PIMCO COMMOD REAL RET STRATP	95-2632339	-	Annual rate of $19.00 per position calculated quarterly, on fund assets held by our clients in commission-based brokerage accounts.
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	COHEN&STEERS FUNDS COHEN & STEERS PREF SEC&INC I	14-1904657	-	Annual Rate of up to $21.00 per position calculated quarterly, on fund assets held by our clients in commission-based brokerage accounts. Annual rate of $3.00 per position is charged the month after a position is closed, in commission-based brokerage accounts
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	ALLIANCE BERNSTEIN FUNDS AB SEL US LG-SHT ADV	13-3191825	-	Annual rate of $19.00 per position calculated quarterly, on fund assets held by our clients in commission-based brokerage accounts.
33, 49, 55	Securities brokerage, Other services, Other commissions	BDP Income	Morgan Stanley Trust	22-3458456	-	Prior to February 17, 2015, 0.37% + Fed Funds Effective Rate calculated on the average daily deposit balances minus the blended client interest rate. From February 17, 2015 through June 30, 2015, 0.35% + Fed Funds Effective Rate calculated on the average daily deposit balances minus the blended client interest rate. Sarting July 1, 2015 total revenue is equal to $50 times the number of brokerage accounts. The revenue is then allocated to the individual banks based on the proportional number of bank subaccounts. Morgan Stanley does not receive any compensation from the MS Banks for BDP deposits held by "retirement" advisory accounts.

Schedule C, Line 2(h)
Formula Description

Name of Plan:

► GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2015 - 12/31/2015 Plan number:► 002

Summary of Potentially Eligible Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
33, 49, 55	Securities brokerage, Other services, Other commissions	BDP Income	Morgan Stanley Bank N.A.	36-3707380	-	Prior to February 17, 2015, 0.37% + Fed Funds Effective Rate calculated on the average daily deposit balances minus the blended client interest rate. From February 17, 2015 through June 30, 2015, 0.35% + Fed Funds Effective Rate calculated on the average daily deposit balances minus the blended client interest rate. Sarting July 1, 2015 total revenue is equal to $50 times the number of brokerage accounts. The revenue is then allocated to the individual banks based on the proportional number of bank subaccounts. Morgan Stanley does not receive any compensation from the MS Banks for BDP deposits held by "retirement" advisory accounts.

Summary of Other Reportable Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	ALLIANCE BERNSTEIN FUNDS AB SEL US LG-SHT ADV	13-3191825	-	Annual rate of 0.160% of the average quarter-end assets invested by our clients in commission-based brokerage accounts
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	COHEN&STEERS FUNDS COHEN & STEERS PREF SEC&INC I	14-1904657	-	Annual rate of 0.160% of the average quarter-end assets invested by our clients in commission-based brokerage accounts
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	PIMCO INSTITUTIONAL FUNDS PIMCO COMMOD REAL RET STRATP	95-2632339	-	Annual rate of 0.160% of the average quarter-end assets invested by our clients in commission-based brokerage accounts

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

Name of Plan:

► GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2015 - 12/31/2015 Plan number:► 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
*	Guthrie & Huebner Company, Inc.	15,874,650 Shares of Common Stock	25,348,572	59,053,698
	MorganStanley SmithBarney	Cash Equivalents		94,566
	3 D SYSTEMS CORP NEW (DDD)	Equity Securities Common Stock	370	313
	AAC TECHNOLOGIES HLDG INC (AACAY)	Equity Securities Common Stock	1,664	1,495
	ABBOTT LABORATORIES (ABT)	Equity Securities Common Stock	4,326	4,940
	ABERCROMBIE & FITCH CO (ANF)	Equity Securities Common Stock	600	432
	ACI WORLDWIDE INC (ACIW)	Equity Securities Common Stock	2,890	2,825
	ACTELION LTD UNSPON ADR (ALIOY)	Equity Securities Common Stock	7,252	8,127
	ACUITY BRANDS INC (AYI)	Equity Securities Common Stock	1,066	1,403
	ADOBE SYSTEMS (ADBE)	Equity Securities Common Stock	5,106	6,576
	ADT CORPORATION COM (ADT)	Equity Securities Common Stock	4,885	3,925
	AKBANK TURK ANONIM SIRKETI ADR	Equity Securities Common Stock	2,559	1,852
	ALASKA AIR GROUP INCORPORATED (ALK)	Equity Securities Common Stock	1,433	1,771
	ALEXION PHARM INC (ALXN)	Equity Securities Common Stock	5,243	5,723
	ALIBABA GROUP HLDG LTD (BABA)	Equity Securities Common Stock	5,120	4,714
	ALLERGAN PLC SHS (AGN)	Equity Securities Common Stock	3,682	4,375
	ALLIED WORLD ASSUR CO HLDG LTD (AWH)	Equity Securities Common Stock	338	335
	ALLISON TRANSMN HLDGS INC (ALSN)	Equity Securities Common Stock	8,144	6,990
	ALLSTATE CORP (ALL)	Equity Securities Common Stock	7,434	7,513
	ALLY FINANCIAL INC (ALLY)	Equity Securities Common Stock	1,385	1,230
	ALPHABET INC CL A (GOOGL)	Equity Securities Common Stock	5,870	10,114
	ALPHABET INC CL C (GOOG)	Equity Securities Common Stock	5,606	9,865
	ALTRA HLDGS INC (AIMC)	Equity Securities Common Stock	2,757	2,483
	AMAZON COM INC (AMZN)	Equity Securities Common Stock	7,795	14,870
	AMBEV S A SPONSORED ADR (ABEV)	Equity Securities Common Stock	3,692	2,605
	AMC NETWORKS INC CL A (AMCX)	Equity Securities Common Stock	408	373
	AMERICA MOVIL SA DE CV ADR L (AMX)	Equity Securities Common Stock	1,365	1,069
	AMERICAN TOWER REIT COM (AMT)	Equity Securities Common Stock	3,267	3,199
	AMERIPRISE FINCL INC (AMP)	Equity Securities Common Stock	3,709	3,299
	AMERISOURCEBERGEN CORP (ABC)	Equity Securities Common Stock	1,495	1,556
	ANALOGIC CORPORATION (ALOG)	Equity Securities Common Stock	3,124	2,974
	ANHEUSER BUSCH INBEV SA SPON (BUD)	Equity Securities Common Stock	18,167	21,000
	AON PLC SHS CL-A (AON)	Equity Securities Common Stock	8,861	8,391
	APOLLO GROUP INC A (APOL)	Equity Securities Common Stock	729	330
	APPLE INC (AAPL)	Equity Securities Common Stock	9,074	13,263
	APPLIED IND TECH INC (AIT)	Equity Securities Common Stock	1,425	1,377
	ARCHER DANIELS MIDLAND (ADM)	Equity Securities Common Stock	8,741	6,639

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

Name of Plan:

► GUTHRIE & HUEBNER COMPANY, INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST

Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2015 - 12/31/2015 Plan number:► 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	ARISTA NETWORKS INC (ANET)	Equity Securities Common Stock	353	389
	ARM HOLDINGS PLC ADS (ARMH)	Equity Securities Common Stock	2,888	2,850
	ASHTEAD GROUP PLC ADR (ASHTY)	Equity Securities Common Stock	5,636	5,905
	ASSA ABLOY AB UNSP ADR (ASAZY)	Equity Securities Common Stock	10,428	12,486
	ASSOC BRITISH FDS PLC ADR-NEW (ASBFY)	Equity Securities Common Stock	5,658	5,888
	AT&T INC (T)	Equity Securities Common Stock	7,816	7,811
	AUTONATION INC (AN)	Equity Securities Common Stock	997	955
	AVERY DENNISON CORPORATION (AVY)	Equity Securities Common Stock	306	313
	AVIS BUDGET GROUP COM (CAR)	Equity Securities Common Stock	1,229	762
	AVON PRODUCTS INC (AVP)	Equity Securities Common Stock	533	369
	BAIDU INC ADS (BIDU)	Equity Securities Common Stock	4,976	4,726
	BANCO DO BRASIL SA SPON ADR (BDORY)	Equity Securities Common Stock	4,235	1,604
	BANCO MACRO S.A. SPONS ADR (BMA)	Equity Securities Common Stock	1,952	2,906
	BANCORPSOUTH INC (BXS)	Equity Securities Common Stock	3,552	3,455
	BANK OF NEW YORK MELLON CORP (BK)	Equity Securities Common Stock	7,099	7,584
	BANK OF THE OZARKS INC (OZRK)	Equity Securities Common Stock	1,854	2,226
	BAXALTA INC COM (BXLT)	Equity Securities Common Stock	7,542	8,782
	BAYER AG SPON ADR (BAYRY)	Equity Securities Common Stock	12,510	12,359
	BB & T CORP (BBT)	Equity Securities Common Stock	7,434	7,675
	BB SEGURIDADE PARTICIPACOES (BBSEY)	Equity Securities Common Stock	3,175	1,446
	BED BATH & BEYOND INC (BBBY)	Equity Securities Common Stock	4,177	3,329
	BG GROUP PLC (BRGYY)	Equity Securities Common Stock	5,723	5,024
	BHP BILLITON LTD (BHP)	Equity Securities Common Stock	10,759	6,131
	BIDVEST GROUP LTD SPONS ADR (BDVSY)	Equity Securities Common Stock	1,669	1,358
	BIOGEN IDEC INC (BIIB)	Equity Securities Common Stock	4,819	4,289
	BIOMARIN PHARMAC SE (BMRN)	Equity Securities Common Stock	3,113	3,667
	BNP PARIBAS SP ADR REPSTG (BNPQY)	Equity Securities Common Stock	7,657	6,839
	BOEING CO (BA)	Equity Securities Common Stock	2,993	4,771
	BORG WARNER INC (BWA)	Equity Securities Common Stock	5,588	4,107
	BRISTOL MYERS SQUIBB CO (BMY)	Equity Securities Common Stock	5,074	7,017
	BRITISH AMER TOB SPON ADR (BTI)	Equity Securities Common Stock	13,312	13,917
	CA INCORPORATED (CA)	Equity Securities Common Stock	13,334	12,224
	CADENCE DESIGN SYSTEM (CDNS)	Equity Securities Common Stock	316	291
	CALGON CARBON CP (CCC)	Equity Securities Common Stock	2,267	1,863
	CARDINAL HEALTH INC (CAH)	Equity Securities Common Stock	8,692	10,534
	CARLSBERG AS (CABGY)	Equity Securities Common Stock	7,753	7,943
	CBIZ INC (CBZ)	Equity Securities Common Stock	1,096	1,144

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

Name of Plan:

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Employer Identification Number:► 20-0152733

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	CDW CORPORATION (CDW)	Equity Securities Common Stock	2,840	3,111
	CELGENE CORP (CELG)	Equity Securities Common Stock	5,002	6,228
	CENTERPOINT ENGERGY INC (CNP)	Equity Securities Common Stock	2,249	1,983
	CHARLES RIVER LABS INTL INC (CRL)	Equity Securities Common Stock	318	322
	CHECK POINT SOFTWARE TECH LTD (CHKP)	Equity Securities Common Stock	7,896	7,568
	CHEVRON CORP (CVX)	Equity Securities Common Stock	8,908	7,916
	CHINA CONSTRUCTION BANK CORP (CICHY)	Equity Securities Common Stock	5,442	4,927
	CHINA MOBILE LTD (CHL)	Equity Securities Common Stock	4,048	3,718
	CHINA SHENHUA ENERGY LTD ADR (CSUAY)	Equity Securities Common Stock	2,065	1,240
	CIELO SA SPONSORED ADR NEW (CIOXY)	Equity Securities Common Stock	3,471	2,152
	CINTAS CORP (CTAS)	Equity Securities Common Stock	276	273
	CIRCOR INTERNATIONAL INC (CIR)	Equity Securities Common Stock	2,461	1,897
	CISCO SYS INC (CSCO)	Equity Securities Common Stock	6,820	7,468
	CITIGROUP INC NEW (C)	Equity Securities Common Stock	2,137	1,915
	CITRIX SYSTEMS INC (CTXS)	Equity Securities Common Stock	2,322	2,194
	CLECO CORP HLDG CO. (CNL)	Equity Securities Common Stock	4,791	4,594
	CLICKS GROUP LTD SPONS ADR (CLCGY)	Equity Securities Common Stock	2,452	2,141
	CMS ENERGY CP (CMS)	Equity Securities Common Stock	4,248	4,402
	CNOOC LTD ADS (CEO)	Equity Securities Common Stock	3,009	1,879
	COCA-COLA ENTERPRISES INC. NEW (CCE)	Equity Securities Common Stock	1,240	1,329
	COMMERCIAL INTL BNK LTD SP ADR (CIBEY)	Equity Securities Common Stock	2,253	1,872
	COMPAGNIE FIN RICHEMONTAG ADR (CFRUY)	Equity Securities Common Stock	5,578	5,255
	COMPANHIA ENERGY DE MIN SP ADR (CIG)	Equity Securities Common Stock	2,317	677
	COMPASS GROUP PLC (CMPGY)	Equity Securities Common Stock	8,813	9,110
	CONCHO RES INC (CXO)	Equity Securities Common Stock	2,370	1,764
	CONOCOPHILLIPS (COP)	Equity Securities Common Stock	8,023	6,677
	CONSTELLATION BRANDS INC CL A (STZ)	Equity Securities Common Stock	278	285
	CONTL AG SPONS ADR (CTTAY)	Equity Securities Common Stock	4,693	4,907
	COSTCO WHOLESALE CORP NEW (COST)	Equity Securities Common Stock	3,838	5,007
	CREDIT ACCEPTANCE CORP. (CACC)	Equity Securities Common Stock	1,323	1,284
	CREDIT SUISSE GROUP (CS)	Equity Securities Common Stock	5,079	4,403
	CVB FINCL CP (CVBF)	Equity Securities Common Stock	3,098	3,232
	CVS HEALTH CORP COM (CVS)	Equity Securities Common Stock	4,689	7,431
	D R HORTON INC (DHI)	Equity Securities Common Stock	1,851	1,986
	DAIWA HOUSE IND LTD ADR (DWAHY)	Equity Securities Common Stock	11,689	16,198
	DCT INDUSTRIAL TRUST INC (DCT)	Equity Securities Common Stock	4,870	5,419
	DELTA AIR LINES INC NEW (DAL)	Equity Securities Common Stock	267	355

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	DILLARDS INC CL A (DDS)	Equity Securities Common Stock	932	460
	DONNELLEY R R & SONS CO (RRD)	Equity Securities Common Stock	1,435	1,251
	DR PEPPER SNAPPLE GROUP INC (DPS)	Equity Securities Common Stock	1,275	1,305
	DU PONT EI DE NEMOURS & CO (DD)	Equity Securities Common Stock	8,714	9,657
	DUN & BRADSTREET CP NEW (DNB)	Equity Securities Common Stock	2,764	2,183
	DUPONT FABROS TECHNOLOGY INC (DFT)	Equity Securities Common Stock	1,931	1,907
	EASTGROUP PROPERTIES INC (EGP)	Equity Securities Common Stock	3,077	2,781
	EDISON INTERNATIONAL (EIX)	Equity Securities Common Stock	7,306	7,520
	ELECTRONIC ARTS INC (EA)	Equity Securities Common Stock	2,689	3,092
	EMCOR GROUP INC (EME)	Equity Securities Common Stock	3,313	3,363
	ENCANA CORP (ECA)	Equity Securities Common Stock	6,925	2,927
	ENTEGRIS INC (ENTG)	Equity Securities Common Stock	2,950	2,800
	ESCO TECHNOLOGIES (ESE)	Equity Securities Common Stock	2,401	2,241
	EXPEDIA INC NEW (EXPE)	Equity Securities Common Stock	297	373
	EXPRESS SCRIPTS HLDG CO COM (ESRX)	Equity Securities Common Stock	7,707	7,605
	F5 NETWORKS INC (FFIV)	Equity Securities Common Stock	240	194
	FACEBOOK INC CL-A (FB)	Equity Securities Common Stock	9,644	13,292
	FEI COMPANY (FEIC)	Equity Securities Common Stock	1,734	1,755
	FIRST REPUBLIC BANK (FRC)	Equity Securities Common Stock	5,888	6,672
	FISERV INC WISCONSIN (FISV)	Equity Securities Common Stock	5,741	6,677
	FLEETCOR TECHNOLOGIES (FLT)	Equity Securities Common Stock	3,116	3,430
	FLOWSERVE CORP (FLS)	Equity Securities Common Stock	303	301
	FOOT LOCKER INC (FL)	Equity Securities Common Stock	1,660	1,627
	FORUM ENERGY TECHNOLOGIES (FET)	Equity Securities Common Stock	2,157	1,296
	FOSSIL GROUP INC COM (FOSL)	Equity Securities Common Stock	3,169	1,536
	FRESENIUS SE & CO SPN ADR (FSNUY)	Equity Securities Common Stock	5,855	7,765
	G & K SERVICES CL A (GK)	Equity Securities Common Stock	1,967	1,761
	GAP INC (GPS)	Equity Securities Common Stock	4,974	3,483
	GAZPROM O A O SPON ADR (OGZPY)	Equity Securities Common Stock	2,740	1,560
	GEA GROUP AG SPON ADR (GEAGY)	Equity Securities Common Stock	2,536	2,452
	GLOBAL PAYMENT INC (GPN)	Equity Securities Common Stock	2,676	2,838
	GNC HOLDINGS, INC COM CL A (GNC)	Equity Securities Common Stock	1,194	962
	GOODYEAR TIRE & RUBBER (GT)	Equity Securities Common Stock	2,768	3,267
	GREATBATCH INC (GB)	Equity Securities Common Stock	2,655	2,520
	HAEMONETICS CORP (HAE)	Equity Securities Common Stock	3,404	2,644
	HALLIBURTON CO (HAL)	Equity Securities Common Stock	10,223	6,740
	HANOVER INSURANCE GROUP INC (THG)	Equity Securities Common Stock	3,975	4,392

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	HASBRO INC (HAS)	Equity Securities Common Stock	4,026	4,109
	HCA HOLDINGS INC (HCA)	Equity Securities Common Stock	1,394	1,353
	HD SUPPLY HOLDINGS (HDS)	Equity Securities Common Stock	327	330
	HELMERICH & PAYNE (HP)	Equity Securities Common Stock	2,861	2,035
	HERBALIFE (HLF)	Equity Securities Common Stock	337	375
	HILLENBRAND INC (HI)	Equity Securities Common Stock	1,362	1,333
	HOLOGIC INC (HOLX)	Equity Securities Common Stock	2,089	1,973
	HOME DEPOT INC (HD)	Equity Securities Common Stock	1,858	1,852
	HORACE MANN EDUCATORS CP (HMN)	Equity Securities Common Stock	4,544	4,181
	HOST HOTEL & RESORTS INC (HST)	Equity Securities Common Stock	3,258	2,378
	HUNTINGTON INGALLS INDUSTRIES (HII)	Equity Securities Common Stock	2,142	2,030
	HUNTSMAN CORP	Equity Securities Common Stock	369	341
	IAC INTERACTIVECORP COM (IACI)	Equity Securities Common Stock	1,050	901
	IBERIA BK CORP (IBKC)	Equity Securities Common Stock	2,804	2,368
	ICU MEDICAL INC (ICUI)	Equity Securities Common Stock	2,623	3,158
	ILLUMINA INC (ILMN)	Equity Securities Common Stock	4,064	4,415
	IMPERIAL HLDGS LTD ADR (IHLDY)	Equity Securities Common Stock	2,301	1,097
	INC RESH HLDGS INC CLA A (INCR)	Equity Securities Common Stock	2,695	3,250
	INDEPENDENT BK MASS	Equity Securities Common Stock	3,430	3,582
	INFORMA PLC (IFJPY)	Equity Securities Common Stock	7,351	7,885
	INGREDION INC COM (INGR)	Equity Securities Common Stock	514	671
	INTEGRA LIFESCIENCES CRP NEW (IART	Equity Securities Common Stock	2,602	3,118
	INTEL CORP (INTC)	Equity Securities Common Stock	8,243	8,475
	INTERNATIONAL PAPER CO (IP)	Equity Securities Common Stock	2,739	2,262
	ITRON INC (ITRI)	Equity Securities Common Stock	2,254	2,243
	J&J SNACK FOODS (JJSF)	Equity Securities Common Stock	2,056	2,217
	JACOBS ENGINEERING GROUP INC (JEC)	Equity Securities Common Stock	3,932	3,482
	JAPAN TOB INC (JAPAY)	Equity Securities Common Stock	9,904	10,959
	JD COM INC SPON ADR CL A (JD)	Equity Securities Common Stock	3,598	3,614
	JETBLUE AIRWAYS CORP (JBLU)	Equity Securities Common Stock	333	294
	JOHNSON & JOHNSON (JNJ)	Equity Securities Common Stock	5,796	7,704
	JOHNSON CONTROLS INCORPORATED (JCI)	Equity Securities Common Stock	8,084	6,832
	JOY GLOBAL INC (JOY)	Equity Securities Common Stock	668	252
	KASIKORNBANK PUB CO LTD UNSPON (KPCPY)	Equity Securities Common Stock	1,790	1,215
	KB FINANCIAL GRP INC SONS ADR (KB)	Equity Securities Common Stock	3,515	2,620
	KBC GROUP NV UNSPONS ADR (KBCSY)	Equity Securities Common Stock	4,815	4,828
	KDDI CORP UNSPON ADR (KDDIY)	Equity Securities Common Stock	8,227	10,032

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	KEYCORP NEW (KEY)	Equity Securities Common Stock	3,899	3,522
	KEYSIGHT TECHNOLOGIES INC (KEYS)	Equity Securities Common Stock	323	312
	KIMBERLY CLARK SPON ADR (KCDMY)	Equity Securities Common Stock	2,389	2,212
	KNOLL INC (KNL)	Equity Securities Common Stock	3,274	2,651
	KOC HLDG AS UNSPON ADR (KHOLY)	Equity Securities Common Stock	2,580	2,072
	KOHLS CORPORATION WISC (KSS)	Equity Securities Common Stock	985	810
	KOMATSU LTD SPON ADR NEW (KMTUY)	Equity Securities Common Stock	5,518	4,295
	KRAFT FOODS GROUP INC COM (KRFT)	Equity Securities Common Stock	6,002	7,276
	KROGER CO (KR)	Equity Securities Common Stock	6,715	8,701
	LA Z BOY INCORPORATED (LZB)	Equity Securities Common Stock	2,906	2,564
	LAM RESEARCH CORPORATION (LRCX)	Equity Securities Common Stock	307	397
	LANCASTER COLONY CRP (LANC)	Equity Securities Common Stock	3,360	4,041
	LEAR CORP (LEA)	Equity Securities Common Stock	2,434	2,702
	LINCOLN NTL CORP IND (LNC)	Equity Securities Common Stock	4,243	3,920
	LINKEDIN CORP-A (LNKD)	Equity Securities Common Stock	6,026	6,077
	LITHIA MOTORS INC A (LAD)	Equity Securities Common Stock	2,245	2,347
	LITTELFUSE INC (LFUS)	Equity Securities Common Stock	3,674	4,066
	LLOYDS BANKING GROUP PLC (LYG)	Equity Securities Common Stock	12,900	11,445
	LOCALIZA RENT A CAR SA SPON (LZRFY)	Equity Securities Common Stock	4,116	1,836
	LOWES COMPANIES INC (LOW)	Equity Securities Common Stock	5,360	7,832
	M K S INSTRUMENTS (MKSI)	Equity Securities Common Stock	2,848	2,988
	M&T BANK CORP (MTB)	Equity Securities Common Stock	2,751	2,666
	M/A-COM TECHNOLOGY (MTSI)	Equity Securities Common Stock	2,884	3,353
	MACY'S INC (M)	Equity Securities Common Stock	5,121	3,463
	MAKITA CORPORATION LTD ADR NEW (MKTAY)	Equity Securities Common Stock	8,827	9,222
	MALLINCKRODT PUBLIC LTD CO (MNK)	Equity Securities Common Stock	1,747	1,940
	MARATHON OIL CO (MRO)	Equity Securities Common Stock	12,719	5,653
	MARRIOTT INTL INC NEW CL A (MAR)	Equity Securities Common Stock	4,534	4,224
	MARSH & MCLENNAN COS INC (MMC)	Equity Securities Common Stock	7,082	7,541
	MASTERCARD INC CL A (MA)	Equity Securities Common Stock	8,261	10,028
	MATADOR RES CO (MTDR)	Equity Securities Common Stock	3,079	2,254
	MC DONALDS CORP (MCD)	Equity Securities Common Stock	2,923	3,072
	MCGRAW HILL FINANCIAL INC COM (MHFI)	Equity Securities Common Stock	1,321	1,380
	MEDIOLANUM SPA UNSPON ADR (MDLAY)	Equity Securities Common Stock	4,492	5,460
	MENTOR GRAPHICS (MENT)	Equity Securities Common Stock	2,953	2,210
	MERCK & CO INC NEW COM (MRK)	Equity Securities Common Stock	6,404	7,553
	METHODE ELEC INC (MEI)	Equity Securities Common Stock	1,933	1,560

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	MGE ENERGY INC (MGEE)	Equity Securities Common Stock	2,710	2,970
	MICHAEL KORS HOLDINGS LTD (KORS)	Equity Securities Common Stock	1,359	1,282
	MICHAEL COS INC COM (MIK)	Equity Securities Common Stock	318	310
	MICROSOFT CORP (MSFT)	Equity Securities Common Stock	4,086	4,161
	MINERALS TECHNOLOGY INC (MTX)	Equity Securities Common Stock	3,127	2,110
	MOBILE TELESYSTEMS OJSC (MBT)	Equity Securities Common Stock	3,189	1,360
	MONDELEZ INTL INC COM (MDLZ)	Equity Securities Common Stock	6,647	8,340
	MONSANTO CO/NEW (MON)	Equity Securities Common Stock	1,698	2,069
	MONSTER BEVERAGE CORP NEW COM (MNST)	Equity Securities Common Stock	2,734	2,830
	MORGAN STANLEY (MS)	Equity Securities Common Stock	2,767	2,863
	MSA SAFETY INC (MSA)	Equity Securities Common Stock	2,679	2,304
	MSG NETWORK INC CL A (MSGN)	Equity Securities Common Stock	3,593	3,661
	NATL FUEL GAS CO (NFG)	Equity Securities Common Stock	5,107	3,506
	NEDBANK GRP LTD SPON ADR (NDBKY)	Equity Securities Common Stock	2,261	1,371
	NETAPP INC COM (NTAP)	Equity Securities Common Stock	2,313	1,539
	NETEASE.COM INC ADS (NTES)	Equity Securities Common Stock	3,222	5,800
	NETFLIX INC (NFLX)	Equity Securities Common Stock	4,757	7,663
	NETSCOUT SYSTEMS INC (NTCT)	Equity Securities Common Stock	2,301	1,903
	NIKE INC B (NKE)	Equity Securities Common Stock	5,882	8,625
	NORDSTROM INC (JWN)	Equity Securities Common Stock	322	299
	NORTHROP GRUMMAN CP(HLDG CO) (NOC)	Equity Securities Common Stock	5,487	8,119
	NOVARTIS AG ADR (NVS)	Equity Securities Common Stock	20,448	21,252
	NOVO NORDISK A/S ADR (NVO)	Equity Securities Common Stock	10,796	13,242
	NU SKIN ENTERPRISE INC A (NUS)	Equity Securities Common Stock	564	379
	NXP SEMICONDUCTORS NV (NXPI)	Equity Securities Common Stock	1,675	1,432
	O'REILLY AUTOMOTIVE INC NEW (ORLY)	Equity Securities Common Stock	5,770	7,603
	OCCIDENTAL PETROLEUM CORP DE (OXY)	Equity Securities Common Stock	9,166	7,099
	OCWEN FINANCIAL CORP NEW (OCN)	Equity Securities Common Stock	1,056	899
	ONE GAS INC (OGS)	Equity Securities Common Stock	2,662	3,111
	P H GLATFELTER	Equity Securities Common Stock	2,882	2,047
	PALO ALTO NETWORKS INC (PANW)	Equity Securities Common Stock	3,778	3,699
	PEBBLEBROOK HOTEL TR COM (PEB)	Equity Securities Common Stock	4,169	2,634
	PENSKE AUTO GP INC (PAG)	Equity Securities Common Stock	400	339
	PFIZER INC (PFE)	Equity Securities Common Stock	4,774	7,069
	PHILIPPINE LG DIST TEL SPN ADR (PHI)	Equity Securities Common Stock	3,216	2,095
	PHYSICIANS REALTY TRUST (DOC)	Equity Securities Common Stock	2,837	2,832
	PIONEER NATURAL RESOURCES CO (PXD)	Equity Securities Common Stock	4,323	3,636

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	PITNEY BOWES INC (PBI)	Equity Securities Common Stock	1,816	1,693
	PJSC LUKOIL SPONSORED ADR (LUKOY)	Equity Securities Common Stock	3,069	2,241
	PORTLAND GENERAL ELEC CO (POR)	Equity Securities Common Stock	1,932	1,928
	PPC LIMITED UNSPON ADR (PPCYY)	Equity Securities Common Stock	811	552
	PRICELINE.COM INC NEW (PCLN)	Equity Securities Common Stock	4,986	5,100
	PRUDENTIAL PLC ADR (PUK)	Equity Securities Common Stock	15,619	16,048
	PT ASTRA INTERNATIONAL TBK ADR (PTAIY)	Equity Securities Common Stock	3,481	2,643
	PT BK MANDIRI PERSERO TBK UNSP (PPERY)	Equity Securities Common Stock	3,832	3,099
	PT SEMEN GRESIK PERSERO ADR (PSGTY)	Equity Securities Common Stock	2,656	1,832
	PT TELEKOMUNIKASI INDONESIA (TLK)	Equity Securities Common Stock	3,808	3,818
	PT UNITED TRACTORS ADR (PUTKY)	Equity Securities Common Stock	1,971	1,312
	PTC INC COM (PTC)	Equity Securities Common Stock	5,693	5,298
	PVH CORPORATION (PVH)	Equity Securities Common Stock	2,806	1,841
	QTS RLTY TR INC COM CL A (QTS)	Equity Securities Common Stock	2,575	2,707
	QUEST DIAGNOSTICS INC (DGX)	Equity Securities Common Stock	8,671	9,888
	QUINTILES TRANSNATIONAL HLDGS (Q)	Equity Securities Common Stock	347	343
	RACKSPACE HOSTING INC COM (RAX)	Equity Securities Common Stock	335	304
	RAYTHEON CO (NEW) (RTN)	Equity Securities Common Stock	6,741	8,842
	RED ELECTRICA CORPORACION SA (RDEIY)	Equity Securities Common Stock	6,949	6,997
	RED HAT INC (RHT)	Equity Securities Common Stock	3,449	4,555
	REGENERON PHARM (REGN)	Equity Securities Common Stock	4,009	4,343
	RELZ PLC SPONSORED ADR (RELX)	Equity Securities Common Stock	8,045	8,202
	RETAIL PPTYS AMER CL-A (RPAI)	Equity Securities Common Stock	4,729	4,579
	REXAM PLC (REXMY)	Equity Securities Common Stock	7,217	7,692
	ROCKWELL AUTOMATION INC (ROK)	Equity Securities Common Stock	3,700	3,386
	ROCKWELL COLLINS INC (COL)	Equity Securities Common Stock	3,948	3,784
	ROYAL DUTCH SHELL PLC (RDS'A)	Equity Securities Common Stock	7,518	5,266
	ROYAL KPN NV SPONS ADR (KKPNY)	Equity Securities Common Stock	4,241	4,814
	RYANAIR HLDGS PLC ADR (RYAAY)	Equity Securities Common Stock	3,493	4,928
	RYOHIN KEIKAKU CO LTD ADR (RYKKY)	Equity Securities Common Stock	4,040	5,596
	SALESFORCE.COM,INC. (CRM)	Equity Securities Common Stock	5,443	7,213
	SALLY BEAUTY HLDGS INC	Equity Securities Common Stock	6,497	6,136
	SAMPO OYJ UNSPON ADR (SAXPY)	Equity Securities Common Stock	8,966	9,233
	SANLAM LTD ADR (SLLDY)	Equity Securities Common Stock	1,960	1,323
	SBERBANK RUSSIA SPONSORED ADR (SBRCY)	Equity Securities Common Stock	3,390	2,658
	SCRIPPS E.W. COMPANY CL A NEW (SSP)	Equity Securities Common Stock	2,021	1,710
	SEALED AIR CP NEW (SEE)	Equity Securities Common Stock	2,078	1,962

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

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For plan year (beginning/ending):► 01/01/2015 - 12/31/2015 Plan number:► 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	SENSIENT TECH CORP (SXT)	Equity Securities Common Stock	2,396	2,199
	SERVICEMASTER GLOBAL HLDGS INC (SERV)	Equity Securities Common Stock	936	1,099
	SERVICENOW INC (NOW)	Equity Securities Common Stock	944	952
	SEVEN & I HLDGS CO LTD ADR (SVNDY)	Equity Securities Common Stock	8,046	8,569
	SHAKE SHACK INC CL A	Equity Securities Common Stock	1,378	990
	SHERWIN WILLIAMS COMPANY OHIO (SHW)	Equity Securities Common Stock	3,112	2,856
	SHINHAN FINANCIAL GROUP CO LTD (SHG)	Equity Securities Common Stock	3,839	2,822
	SHIRE PLC ADR (SHPG)	Equity Securities Common Stock	16,165	15,785
	SHOPRITE HLDGS LTD SPONSORED A (SRGHY)	Equity Securities Common Stock	1,855	1,251
	SIGNET JEWELERS LIMITED (SIG)	Equity Securities Common Stock	4,307	4,700
	SKECHERS USA INC CL A (SKX)	Equity Securities Common Stock	871	665
	SKYWORKS SOLUTIONS INC (SWKS)	Equity Securities Common Stock	3,249	2,689
	SOFTBANK CORP UNSPONS ADR (SFTBY)	Equity Securities Common Stock	12,420	9,268
	SONY CORP ADR 1974 NEW (SNE)	Equity Securities Common Stock	6,086	5,513
	SOUTHWEST AIRLINES (LUV)	Equity Securities Common Stock	2,789	2,799
	SPIRIT AEROSYSTEMS HLD CLA A (SPR)	Equity Securities Common Stock	2,235	2,103
	SPLUNK INC (SPLK)	Equity Securities Common Stock	3,158	2,999
	STANDARD BANK GROUP LTD SPON (SGBLY)	Equity Securities Common Stock	2,245	1,305
	STANDEX INTERNATIONAL CORP (SXI)	Equity Securities Common Stock	2,643	2,661
	STARBUCKS CORP WASHINGTON (SBUX)	Equity Securities Common Stock	3,723	7,024
	STIFEL FINANCIAL CORPORATION (SF)	Equity Securities Common Stock	2,322	1,864
	SUMITOMO MITSUI FINL GROUP INC (SMFG)	Equity Securities Common Stock	12,403	11,727
	SUMITOMO MITSUI TR HLDGS INC (SUTNY)	Equity Securities Common Stock	3,826	3,516
	SWEDBANK AB SPONS ADR (SWDBY)	Equity Securities Common Stock	10,669	9,370
	SYMANTEC CORP (SYMC)	Equity Securities Common Stock	1,942	1,680
	TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	Equity Securities Common Stock	4,947	5,437
	TELENOR ASA ADS (TELNY)	Equity Securities Common Stock	7,297	5,376
	TEMPUR-PEDIC INTL INC (TPX)	Equity Securities Common Stock	902	916
	TERADATA CORP (TDC)	Equity Securities Common Stock	1,300	1,215
	TESLA MOTORS INC (TSLA)	Equity Securities Common Stock	3,612	3,600
	TESORO PETROLEUM CP (TSO)	Equity Securities Common Stock	984	1,159
	TEVA PHARMACEUTICALS ADR (TEVA)	Equity Securities Common Stock	11,676	13,916
	TIFFANY & COMPANY NEW (TIF)	Equity Securities Common Stock	3,087	2,441
	TIME WARNER INC NEW (TWX)	Equity Securities Common Stock	3,743	2,845
	TIMKEN CO (TKR)	Equity Securities Common Stock	673	429
	TJX COS INC NEW (TJX)	Equity Securities Common Stock	3,111	3,404
	TOLL BROTHERS (TOL)	Equity Securities Common Stock	3,626	3,064

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	TOTAL SYSTEM SVCS (TSS)	Equity Securities Common Stock	2,296	2,341
	TRINITY IND (TRN)	Equity Securities Common Stock	1,697	1,297
	TRIUMPH GROUP INC (TGI)	Equity Securities Common Stock	435	278
	TUPPERWARE BRANDS CORP (TUP)	Equity Securities Common Stock	3,592	3,228
	TURKCELL ILETISM HIZM AS NEW (TKC)	Equity Securities Common Stock	2,500	1,630
	ULTA SALON COS & FRAGR INC (ULTA	Equity Securities Common Stock	797	925
	ULTIMATE SOFTWARE GP INC (ULTI)	Equity Securities Common Stock	1,566	1,564
	UNDER ARMOUR INC CL A (UA)	Equity Securities Common Stock	4,276	4,514
	UNILEVER PLC (NEW) ADS (UL)	Equity Securities Common Stock	9,557	9,702
	UNITED CONTINENTAL HLDGS INC (UAL)	Equity Securities Common Stock	1,797	1,891
	UNITED RENTALS INC (URI)	Equity Securities Common Stock	896	943
	UNITED THERAPEUTICS CORP (UTHR)	Equity Securities Common Stock	3,471	3,445
	US ECOLOGY INC NEW (ECOL)	Equity Securities Common Stock	3,976	2,879
	VALEO SPONSORED ADR (VLEEY)	Equity Securities Common Stock	6,637	8,283
	VANTIV INC CL-A (VNTV)	Equity Securities Common Stock	2,697	2,656
	VCA ANTECH INC (WOOG)	Equity Securities Common Stock	7,943	7,975
	VECTREN CP (VVC)	Equity Securities Common Stock	4,201	4,327
	VERIZON COMMUNICATIONS (VZ)	Equity Securities Common Stock	7,858	7,626
	VINCI SA ADR (VCISY)	Equity Securities Common Stock	6,269	6,691
	VISA INC CL A (V)	Equity Securities Common Stock	7,949	10,237
	VIVENDI SA UNSPON ADR (VIVHY)	Equity Securities Common Stock	6,630	5,359
	VODACOM GROUP LIMITED (VDMCY)	Equity Securities Common Stock	1,741	1,499
	VULCAN MATERIALS CO (VMC)	Equity Securities Common Stock	5,286	5,888
	VWR CORP COM (VWR)	Equity Securities Common Stock	312	340
	WALT DISNEY CO HLDG CO (DIS)	Equity Securities Common Stock	2,902	5,990
	WASTE MGMT INC (DELA) (WM)	Equity Securities Common Stock	6,888	7,952
	WATTS WTR TECH INC A (WTS)	Equity Securities Common Stock	2,322	2,086
	WEATHERFORD INTL LTD (WFT)	Equity Securities Common Stock	3,750	2,249
	WEICHAI PWR CO LTD UNSPON ADR (WEICY)	Equity Securities Common Stock	2,188	1,297
	WELLCARE HEALTH PLANS INC. (WCG)	Equity Securities Common Stock	6,636	6,022
	WESTERN UN CO (WU)	Equity Securities Common Stock	3,794	3,457
	WHOLE FOODS MARKETS INC (WFM)	Equity Securities Common Stock	301	335
	WOLSELEY PLC JERSEY SPNSRD ADR (WOSYY)	Equity Securities Common Stock	6,479	6,472
	WOLTERS KLUWER NV SPON ADR (WTKWY)	Equity Securities Common Stock	6,653	7,607
	WOLVERINE WORLD WIDE (WWW)	Equity Securities Common Stock	7,356	3,960
	WOOLWORTHS HLDGS LTD (WLWHY)	Equity Securities Common Stock	2,553	2,199
	WORKDAY INC CL A (WDAY)	Equity Securities Common Stock	3,901	3,745

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	WYNDHAM WORLDWIDE CORP (WYN)	Equity Securities Common Stock	3,781	3,487
	WYNN MACAU LTD UNSPON ADR (WYNMY)	Equity Securities Common Stock	2,262	856
	XEROX CORP (XRX)	Equity Securities Common Stock	9,701	8,345
	YPF SOCIEDAD ADS REP 1 CL-D SH (YPF)	Equity Securities Common Stock	3,299	1,698
	VALE S.A. SP (VALE'P)	Equity Securities Preferred Stock	1,506	451
	ISHARES RUSSELL 2000 ETF	ETFs & CEFs	18,157	18,244
	ISHARES TIPS BOND ETF (TIP)	ETFs & CEFs	113,408	109,570
	POWERSHARES QQQ TR (QQQ)	ETFs & CEFs	18,421	18,345
	SPDR BARCLAYS CAPITAL 1-3 MONT (BIL)	ETFs & CEFs	88,870	88,848
	SPDR TRUST SERIES 1 (SPY)	ETFs & CEFs	54,089	55,045
	VANGUARD GROWTH ETF (VUG)	ETFs & CEFs	271,532	287,359
	VANGUARD VALUE ETF INDEX (VTV)	ETFs & CEFs	253,526	252,875
	WISDOMTREE EUROPE HEDGED EQUIT (HEDJ)	ETFs & CEFs	122,895	100,194
	WISDOMTREE TRUST JAPN HEDGE EQ (DXJ)	ETFs & CEFs	115,541	104,116
	COSTCO WHOLESALE CORP	Fixed Income Securities	22,250	21,052
	JOHN DEERE CAPITAL CORP	Fixed Income Securities	15,186	15,024
	ORACLE CORP	Fixed Income Securities	14,986	15,008
	WELLS FARGO CO	Fixed Income Securities	17,011	16,093
	JP MORGAN CHASE & CO	Fixed Income Securities	15,093	14,980
	GOLDMAN SACHS GROUP INC	Fixed Income Securities	10,122	10,072
	PROCTER & GAMBLE CO	Fixed Income Securities	11,219	10,896
	MERK & CO INC	Fixed Income Securities	14,933	14,930
	UNITEDHEALTH GROUP INC	Fixed Income Securities	10,289	10,105
	THE COCA COLA CO	Fixed Income Securities	15,493	15,273
	VISA INC	Fixed Income Securities	10,000	9,981
	COMCAST CORP	Fixed Income Securities	5,115	5,081
	ACCRUED INTEREST TOTAL	Fixed Income Securities		1,245
	FED HOME LN MTG CORP	Government Securities	20,542	20,161
	FED HOME LN MTG CORP	Government Securities	10,982	10,923
	FED NATL MTG ASSN	Government Securities	15,208	15,054
	FED NATL MTG ASSN	Government Securities	12,131	12,045
	UNITED STATES TREASURY NOTE	Government Securities	10,188	10,050
	UNITED STATES TREASURY NOTE	Government Securities	10,017	10,001
	UNITED STATES TREASURY NOTE	Government Securities	10,932	10,480
	UNITED STATES TREASURY NOTE	Government Securities	16,139	16,072
	UNITED STATES TREASURY NOTE	Government Securities	14,849	14,950
	UNITED STATES TREASURY NOTE	Government Securities	15,967	15,824

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	UNITED STATES TREASURY NOTE	Government Securities	9,836	9,810
	UNITED STATES TREASURY NOTE	Government Securities	16,329	16,179
	UNITED STATES TREASURY NOTE	Government Securities	15,208	15,172
	UNITED STATES TREASURY NOTE	Government Securities	15,555	15,585
	UNITED STATES TREASURY NOTE	Government Securities	15,016	15,027
	UNITED STATES TREASURY NOTE	Government Securities	3,982	3,998
	ACCRUED INTEREST TOTAL	Government Securities		1,077
	AB SEL US LG/SHT ADV (ASYLX)	Mutual Funds	187,392	175,551
	AQR MANAGED FUTURES STRATEGY 1 (AQMIX)	Mutual Funds	78,218	69,289
	COHEN & STEERS PREF SEC&INC I (CPXIX)	Mutual Funds	112,994	110,422
	LOOMIS SAYLES BOND INST (LSBDX)	Mutual Funds	183,779	152,716
	PIMCO COMMOD REAL RET STRATP	Mutual Funds	153,972	97,274