

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2015</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>			
A	This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or	
	☒ a single-employer plan; ☐ a DFE (specify) ____		
B	This return/report is:	☐ the first return/report; ☐ the final return/report;	
	☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).		
C	If the plan is a collectively-bargained plan, check here. ▶ ☐		
D	Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program;	
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN AND TRUST</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>01/01/1989</u>
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) <u>STATE INDUSTRIAL PRODUCTS</u> <u>5915 LANDERBROOK DRIVE</u> <u>SUITE 300</u> <u>MAYFIELD HEIGHTS, OH 44124</u>	2b	Employer Identification Number (EIN) <u>34-0552740</u>
		2c	Plan Sponsor's telephone number <u>440-565-5555</u>
		2d	Business code (see instructions) <u>325600</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	09/13/2016	BRIAN LIMBERT
	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	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 918
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) 621
a(2) Total number of active participants at the end of the plan year	6a(2) 598
b Retired or separated participants receiving benefits.....	6b 12
c Other retired or separated participants entitled to future benefits.....	6c 284
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 894
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 3
f Total. Add lines 6d and 6e	6f 897
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 871
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 112
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 2T 3D	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury</div> <div>Internal Revenue Service</div> <div>Department of Labor</div> <div>Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	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		
<div>A</div> Name of plan STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN AND TRUST	<div>B</div> Three-digit plan number (PN) ▶	001
<div>C</div> Plan sponsor's name as shown on line 2a of Form 5500 STATE INDUSTRIAL PRODUCTS	<div>D</div> Employer Identification Number (EIN) 34-0552740	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a

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

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

<div>(b)</div> Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE VANGUARD GROUP, INC.
23-1945930

<div>(b)</div> Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500

Schedule C (Form 5500) 2015 v.150123

(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)

HIGHLAND CONSULTING ASSOCIATES INC

34-1753575

(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?
27	NONE	42398	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

THE VANGUARD GROUP, INC.

23-1945930

(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?
15 16 25 37 38 52	NONE	21862	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

PLANTE & MORAN, PLLC

38-1357951

(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?
10	NONE	8250	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
THE VANGUARD GROUP, INC.	59	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
METROPOLITAN WEST ASSET MANAGEMENT 95-4597302	14 BPS

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE VANGUARD GROUP, INC.	59	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
ARTISAN PARTNERS FUNDS 30-0551775	7 BPS

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

<p style="text-align: center;">SCHEDULE D (Form 5500)</p> <p style="text-align: center; font-size: small;">Department of the Treasury Internal Revenue Service</p> <hr/> <p style="text-align: center; font-size: small;">Department of Labor Employee Benefits Security Administration</p>	<p style="text-align: center;">DFE/Participating Plan Information</p> <p style="text-align: center; font-size: small;">This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</p> <p style="text-align: center;">▶ File as an attachment to Form 5500.</p>	<p style="text-align: center; font-size: small;">OMB No. 1210-0110</p> <hr/> <p style="text-align: center; font-size: large;">2015</p> <hr/> <p style="text-align: center; font-size: small;">This Form is Open to Public Inspection.</p>
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

<p>A Name of plan STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN AND TRUST</p>	<p>B Three-digit plan number (PN) ▶ 001</p>	
<p>C Plan or DFE sponsor's name as shown on line 2a of Form 5500 STATE INDUSTRIAL PRODUCTS</p>	<p>D Employer Identification Number (EIN) 34-0552740</p>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD RETIREMENT SAVINGS TRUST

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

c EIN-PN 23-2186884-022	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 7710300
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

b Name of sponsor of entity listed in (a):

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2015</div> 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 STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN AND TRUST	B Three-digit plan number (PN) ►	<div style="border: 1px solid black; padding: 2px; color: blue; font-weight: bold;">001</div>
C Plan sponsor's name as shown on line 2a of Form 5500 STATE INDUSTRIAL PRODUCTS	D Employer Identification Number (EIN) 34-0552740	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	28898	28744
(2) Participant contributions	1b(2)	71945	73302
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	808544	608226
(9) Value of interest in common/collective trusts.....	1c(9)	8345526	7710300
(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)	46664284	45615037
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	55919197	54035609

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	55919197	54035609
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	828516	
(B) Participants	2a(1)(B)	2251696	
(C) Others (including rollovers)	2a(1)(C)	175495	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3255707
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	36774	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		36774
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2166452	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2166452
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-106385
(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)		-1956594
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		3395954

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	5206996	
(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)		5206996
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	72546	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		72546
j Total expenses. Add all expense amounts in column (b) and enter total	2j		5279542

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-1883588
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MEADEN & MOORE, LTD.

(2) EIN: 34-1818258

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.)		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.)		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.)		X		
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X		
e Was this plan covered by a fidelity bond?	X			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?		X		
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X		
l Has the plan failed to provide any benefit when due under the plan?		X		
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.				
o Did the plan trust incur unrelated business taxable income?				
p Were in-service distributions made during the plan year?				

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

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2015</div> <div>This Form is Open to Public Inspection.</div>
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

<div>A Name of plan STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN AND TRUST</div>	<div>B Three-digit plan number (PN) ► 001</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 STATE INDUSTRIAL PRODUCTS</div>	<div>D Employer Identification Number (EIN) 34-0552740</div>

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

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

1	Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	
2	Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 23-2186884		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.			
3	Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

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

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

Part III	Amendments
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9	If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11	a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
	b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12	Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

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

18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐
19	If the total number of participants is 1,000 or more, complete lines (a) through (c)
	a Enter the percentage of plan assets held as: Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
	b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
	c What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Part VII	IRS Compliance Questions
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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

THE STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN & TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2015

INDEX

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INDEPENDENT AUDITOR'S REPORT

Plan Administrator
The State Industrial Products Savings and Investment Plan & Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statement of The State Industrial Products Savings and Investment Plan & Trust, which comprise the statement of net assets available for benefits as of December 31, 2015, and the related statement of changes in net assets available for benefits for the year 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. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Vanguard Fiduciary Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2015 financial statements. Accordingly, we do not express an opinion on the accompanying 2015 financial statements.

Other Matter

The supplemental Schedule of Assets Held for Investment Purposes at End of Year as of December 31, 2015 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Other Matter—2014 Financial Statements

The financial statements of the plan as of December 31, 2014 were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan administrator instructed the predecessor auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the trustee. Their report, dated August 19, 2015, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

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

The form and content of the information included in the 2015 financial statements and supplemental schedule, other than that derived from the information certified by trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A handwritten signature in blue ink that reads "Meaden & Moore, Ltd." in a cursive script.

MEADEN & MOORE, LTD.
Cleveland, Ohio
September 6, 2016

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	December 31	
	2015	2014
ASSETS		
Receivable - Employer contributions	\$ 28,744	\$ 28,898
Receivable - Employee contributions	73,302	71,945
Notes receivable from participants	608,226	808,544
Total Receivables	710,272	909,387
Investments at fair value:		
American Beacon Large Cap Value Fund: Plan Ahead CI	1,427,866	1,652,597
American Funds: New Perspective Fund Class A	1,937,072	1,535,145
Artisan International Fund, Investor Class	504,770	617,288
Harbor Capital Appreciation Fund, Admin Shares	2,906,377	2,528,821
Harbor International Fund; Institutional Shares	460,534	426,713
Hartford Small Cap Growth Fund; Class Y	345,789	359,140
Janus Triton Fund; Class T	1,339,709	1,355,168
Metropolitan West Total Return Bond Fund; Class M	265,520	169,104
Neuberger Berman Genesis Trust	1,462,143	1,644,484
Northern Small Cap Value Fund	291,288	355,680
Vanguard 500 Index Fund Investor Shares	5,431,850	5,705,285
Vanguard Capital Opportunity Fund Investor Shares	1,684,575	1,497,915
Vanguard Inflation-Protected Securities Fund: Inv Shares	140,687	149,481
Vanguard Mid-Cap Index Fund Investor Shares	693,287	600,981
Vanguard PRIMECAP Fund Investor Shares	5,216,542	5,795,968
Vanguard Prime Money Market Fund	54,187	32,028
Vanguard STAR Fund	2,719,584	2,880,527
Vanguard Selected Value Fund	1,664,817	1,864,757
Vanguard Small-Cap Index Fund Investor Shares	582,373	627,343
Vanguard Target Retirement 2010 Fund	177,649	180,964
Vanguard Target Retirement 2015 Fund	2,142,306	2,302,449
Vanguard Target Retirement 2020 Fund	918,347	1,030,414
Vanguard Target Retirement 2025 Fund	2,625,650	2,428,067
Vanguard Target Retirement 2030 Fund	1,466,096	1,294,557
Vanguard Target Retirement 2035 Fund	2,014,925	1,966,486
Vanguard Target Retirement 2040 Fund	1,110,777	1,296,930
Vanguard Target Retirement 2045 Fund	1,054,936	1,033,282
Vanguard Target Retirement 2050 Fund	617,793	511,290
Vanguard Target Retirement 2055 Fund	349,483	253,154
Vanguard Target Retirement 2060 Fund	41,281	32,204
Vanguard Target Retirement Income	1,698,074	1,856,214
Vanguard Total Bond Market Index Fund Investor Shares	1,873,109	2,290,953
Vanguard Total International Stock Index Fund	395,641	388,895
Vanguard Retirement Savings Trust	7,710,300	8,096,972
Investments at fair value	53,325,337	54,761,256
Net Assets Available for Benefits	\$ 54,035,609	\$ 55,670,643

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	Year Ended December 31	
	<u>2015</u>	<u>2014</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employee	\$ 2,251,696	\$ 2,401,987
Employer	828,516	784,167
Rollover	175,495	-
	<u>3,255,707</u>	<u>3,186,154</u>
Investment Income		
Interest and dividend income	2,308,621	2,069,230
Net unrealized/realized appreciation/(depreciation)	<u>(1,956,594)</u>	<u>2,132,507</u>
Total Investment Income	352,027	4,201,737
Interest income on notes receivable from participants	36,774	37,160
Deductions from Net Assets Attributed to:		
Benefits paid to participants	5,206,996	6,489,092
Administrative expenses	<u>72,546</u>	<u>71,177</u>
Total Deductions	<u>5,279,542</u>	<u>6,560,269</u>
Net Increase (Decrease)	(1,635,034)	864,782
Net Assets Available for Benefits:		
Beginning of Year	<u>55,670,643</u>	<u>54,805,861</u>
End of Year	<u>\$ 54,035,609</u>	<u>\$ 55,670,643</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan

The following description of The State Industrial Products Savings and Investment Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began January 1, 1989 is a defined contribution plan covering all employees of State Industrial Products (the “Company”) who meet the hour and age requirements. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The plan was restated effective January 1, 2015 to comply with tax law changes.

Eligibility:

All employees of the Company age twenty-one and older, who are employed for three months and work in the U.S. are eligible to participate in the Plan. Canada and Puerto Rico employees are not eligible to participate in the Plan.

Contributions:

Employee Contributions – The Plan provides for employee salary 401(k) contributions up to a maximum of 100 percent of the annual compensation on an after tax basis. Employees who become eligible to participate in the Plan are automatically enrolled with a pretax deferral election equal to 5% of compensation per payroll period, unless they advise otherwise. Elective deferrals are automatically increased each year for employees who are automatically enrolled in the Plan by 1 percent per year up to a maximum of 100%.

Employer Contributions - The Company may make contributions to each eligible participant's account by matching a percentage of the Participant's elective deferral for the plan year. The matching contribution is equal to 100 percent of the first 1 percent and 50 percent of the next 4 percent of a participant's base compensation, up to a maximum of 3 percent of base compensation.

Employer Discretionary Contributions - The Company may also make additional contributions. Such additional contributions, if any, shall be allocated to each Participant in proportion to his or her compensation for the calendar year. The Company did not make a profit-sharing contribution during 2015 and 2014.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Participants' Accounts:

Each participant's account is credited with the participant's elective contributions, employer matching contributions, employer discretionary contributions, earnings, losses and charged with an allocation of administrative expenses.

Vesting:

Participants hired prior to May 31, 2000 are immediately vested in their contributions and the Company's matching contributions plus actual earnings thereon. Participants hired after May 30, 2000 are immediately vested in their contributions and become 100 percent vested in the Company's matching contributions per the schedule below.

Vesting in the Company's matching contributions is based on years of service. A participant is vested as follows:

Years of Service	Vested %
2	20%
3	40%
4	60%
5	80%
6	100%

Forfeitures:

Forfeitures due to termination from the Plan before a participant is 100% vested are used to reduce future expenses, at the discretion of the Company. Forfeitures for the years ended December 31, 2015 and 2014 were \$40,361 and \$17,919, respectively.

Notes Receivable from Participants:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans are repaid over a period not to exceed 5 years. Loans are valued at unpaid principal plus accrued but unpaid interest.

The loans are secured by the balance in the participant's account, have a \$750 minimum amount and bear interest at rates equivalent to those charged by local lending institutions. Principal and interest are paid ratably through payroll deductions.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Other Plan Provisions:

Normal retirement age is 62.

Payment of Benefits:

Upon termination of service by reason of separation of service, retirement, death or total and permanent disability, a participant receives a lump sum or installment payment if the participant's vested account balance exceeds \$1,000. A participant whose vested account balance is \$1,000 or less and has not commenced receiving installment payments will automatically receive an immediate lump-sum distribution equal to the value of his or her account.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct any contributions to any of the investment options offered by the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Investments are stated at fair value. Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the common collective trust is based on the underlying investments held by the trust.

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

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

2 Summary of Significant Accounting Policies, Continued

Administrative Fees:

Substantially all administrative fees are paid by the Company. These transactions qualify as party-in-interest transactions.

Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Change in Accounting Policy:

The Company early adopted ASU 2015-12 at December 31, 2015. Part I and II were applied retrospectively. With regard to Part I of the ASU, no adjustment is required for benefit responsive contracts. As a result of the implementation of Part II of this ASU, investments are now only disclosed by general type, and no further disaggregation is required; individual investments that represent 5% or more of net assets available for benefits are no longer required to be disclosed; and the net appreciation/depreciation for investments by general type is no longer required to be disclosed.

Subsequent Events:

Management evaluates subsequent events occurring subsequent to the date of the financial statements in determining and the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through September 6, 2016, which is the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

3 Tax Status

On May 28, 2014, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue code. The Plan has been amended, however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

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 uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2015, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress.

4 Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described as follows:

- * Level 1: Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan can access at the measurement date.
- * Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
 - * Quoted prices for similar assets or liabilities in active markets
 - * Quoted prices for identical or similar assets or liabilities in inactive markets
 - * Inputs other than quoted prices that are observable for the asset or liability
 - * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

- * Level 3: Inputs that are unobservable inputs for the asset or liability.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2015 and 2014.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

4 Fair Value Measurements, Continued

Common Collective Trust:

The Vanguard Retirement Savings Trust is a collective investment trust fund that invests solely in the Vanguard Retirement Savings Master Trust. The underlying investments of the Master Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by high-quality bonds, bond trusts and bond mutual funds. Investment contracts include traditional Guaranteed Investment Contracts (GICs), Synthetic Investment Contracts (SICs) and wrapper contracts. GICs are valued based on estimated fair value, computed using discounted cash flows. SICs are valued based on the aggregate market value of the applicable bond trusts, mutual funds and other investments. Wrapper contracts are valued at estimated fair value based on a replacement cost approach.

Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. The Fund invests in international investments with a growth strategy.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2015 and 2014. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

Assets at Fair Value as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$45,615,037	\$ -	\$ -	\$45,615,037
Common Collective Trust Fund	-	7,710,300	-	7,710,300
Total assets in the fair value hierarchy	<u>\$45,615,037</u>	<u>\$ 7,710,300</u>	<u>\$ -</u>	<u>\$53,325,337</u>

Assets at Fair Value as of December 31, 2014				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 46,664,284	\$ -	\$ -	\$ 46,664,284
Common Collective Trust Fund	-	8,096,972	-	8,096,972
Total assets in the fair value hierarchy	<u>\$ 46,664,284</u>	<u>\$ 8,096,972</u>	<u>\$ -</u>	<u>\$ 54,761,256</u>

Transfers between Levels:

For the years ended December 31, 2015 and 2014, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

5 Information Prepared and Certified by Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Trustee.

	<u>2015</u>	<u>2014</u>
Investments, at Fair Value	\$ 53,325,337	\$ 54,761,256
Notes Receivable from Participants	\$ 608,226	\$ 808,544
Interest and Dividends	\$ 2,308,621	\$ 2,069,230
Interest Income from Notes Receivable	\$ 36,774	\$ 37,160
Net Appreciation/(Depreciation)	\$ (1,956,594)	\$ 2,132,507

6 Reconciliation of Financial Statements to Form 5500

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

	<u>December 31 2015</u>	<u>December 31 2014</u>
Net assets available for benefits per the financial statements	\$ 54,035,609	\$ 55,670,643
Benefit responsive adjustment	<u>-</u>	<u>248,554</u>
Net assets available for benefits per the Form 5500	<u>\$ 54,035,609</u>	<u>\$ 55,919,197</u>

The following is a reconciliation of the net loss per the financial statements to the Form 5500:

	<u>December 31 2015</u>
Net Decrease per Financial Statements	\$ (1,635,034)
Benefit responsive adjustment	<u>(248,554)</u>
Net loss per Form 5500	<u>\$ (1,883,588)</u>

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by the Vanguard Fiduciary Trust Company, the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services. In addition, fees paid by the plan sponsor on behalf of the Plan are considered party-in-interest transactions.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

The State Industrial Products Savings and Investment Plan & Trust

EIN 34-0552740
Plan 001

December 31, 2015

(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
	American Beacon Large Cap Value Fund; Plan Ahead CI	Mutual Fund	N/A	\$ 1,427,866
	American Funds: New Perspective Fund Class A	Mutual Fund	N/A	1,937,072
	Artisan International Fund, Investor Class	Mutual Fund	N/A	504,770
	Harbor Capital Appreciation Fund, Admin Shares	Mutual Fund	N/A	2,906,377
	Harbor International Fund; Institutional Shares	Mutual Fund	N/A	460,534
	Hartford Small Cap Growth Fund; Class Y	Mutual Fund	N/A	345,789
	Janus Triton Fund; Class T	Mutual Fund	N/A	1,339,709
	Metropolitan West Total Return Bond Fund; Class M	Mutual Fund	N/A	265,520
	Neuberger Berman Genesis Trust	Mutual Fund	N/A	1,462,143
	Northern Small Cap Value Fund	Mutual Fund	N/A	291,288
*	Vanguard 500 Index Fund Investor Shares	Mutual Fund	N/A	5,431,850
*	Vanguard Capital Opportunity Fund Investor Shares	Mutual Fund	N/A	1,684,575
*	Vanguard Inflation-Protected Securities Fund; Inv Shares	Mutual Fund	N/A	140,687
*	Vanguard Mid-Cap Index Fund Investor Shares	Mutual Fund	N/A	693,287
*	Vanguard PRIMECAP Fund Investor Shares	Mutual Fund	N/A	5,216,542
*	Vanguard Prime Money Market Fund	Mutual Fund	N/A	54,187
*	Vanguard STAR Fund	Mutual Fund	N/A	2,719,584
*	Vanguard Selected Value Fund	Mutual Fund	N/A	1,664,817
*	Vanguard Small-Cap Index Fund Investor Shares	Mutual Fund	N/A	582,373
*	Vanguard Target Retirement 2010 Fund	Mutual Fund	N/A	177,649
*	Vanguard Target Retirement 2015 Fund	Mutual Fund	N/A	2,142,306
*	Vanguard Target Retirement 2020 Fund	Mutual Fund	N/A	918,347
*	Vanguard Target Retirement 2025 Fund	Mutual Fund	N/A	2,625,650
*	Vanguard Target Retirement 2030 Fund	Mutual Fund	N/A	1,466,096
*	Vanguard Target Retirement 2035 Fund	Mutual Fund	N/A	2,014,925
*	Vanguard Target Retirement 2040 Fund	Mutual Fund	N/A	1,110,777
*	Vanguard Target Retirement 2045 Fund	Mutual Fund	N/A	1,054,936
*	Vanguard Target Retirement 2050 Fund	Mutual Fund	N/A	617,793
*	Vanguard Target Retirement 2055 Fund	Mutual Fund	N/A	349,483
*	Vanguard Target Retirement 2060 Fund	Mutual Fund	N/A	41,281
*	Vanguard Target Retirement Income	Mutual Fund	N/A	1,698,074
*	Vanguard Total Bond Market Index Fund Investor Shares	Mutual Fund	N/A	1,873,109
*	Vanguard Total International Stock Index Fund	Mutual Fund	N/A	395,641
*	Vanguard Retirement Savings Trust	Stable value fund	N/A	7,710,300
		Subtotal investments		53,325,337
*	Participant loans	(interest at 4.25% to 8.00%)	N/A	608,226
				<u>\$ 53,933,563</u>

* Party-in-interest to the Plan.

THE STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN & TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2015

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INDEPENDENT AUDITOR'S REPORT

Plan Administrator
The State Industrial Products Savings and Investment Plan & Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statement of The State Industrial Products Savings and Investment Plan & Trust, which comprise the statement of net assets available for benefits as of December 31, 2015, and the related statement of changes in net assets available for benefits for the year 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. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Vanguard Fiduciary Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2015 financial statements. Accordingly, we do not express an opinion on the accompanying 2015 financial statements.

Other Matter

The supplemental Schedule of Assets Held for Investment Purposes at End of Year as of December 31, 2015 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Other Matter—2014 Financial Statements

The financial statements of the plan as of December 31, 2014 were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan administrator instructed the predecessor auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the trustee. Their report, dated August 19, 2015, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

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

The form and content of the information included in the 2015 financial statements and supplemental schedule, other than that derived from the information certified by trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A handwritten signature in blue ink that reads "Meaden & Moore, Ltd." in a cursive script.

MEADEN & MOORE, LTD.
Cleveland, Ohio
September 6, 2016

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	December 31	
	2015	2014
ASSETS		
Receivable - Employer contributions	\$ 28,744	\$ 28,898
Receivable - Employee contributions	73,302	71,945
Notes receivable from participants	608,226	808,544
Total Receivables	710,272	909,387
Investments at fair value:		
American Beacon Large Cap Value Fund: Plan Ahead CI	1,427,866	1,652,597
American Funds: New Perspective Fund Class A	1,937,072	1,535,145
Artisan International Fund, Investor Class	504,770	617,288
Harbor Capital Appreciation Fund, Admin Shares	2,906,377	2,528,821
Harbor International Fund; Institutional Shares	460,534	426,713
Hartford Small Cap Growth Fund; Class Y	345,789	359,140
Janus Triton Fund; Class T	1,339,709	1,355,168
Metropolitan West Total Return Bond Fund; Class M	265,520	169,104
Neuberger Berman Genesis Trust	1,462,143	1,644,484
Northern Small Cap Value Fund	291,288	355,680
Vanguard 500 Index Fund Investor Shares	5,431,850	5,705,285
Vanguard Capital Opportunity Fund Investor Shares	1,684,575	1,497,915
Vanguard Inflation-Protected Securities Fund: Inv Shares	140,687	149,481
Vanguard Mid-Cap Index Fund Investor Shares	693,287	600,981
Vanguard PRIMECAP Fund Investor Shares	5,216,542	5,795,968
Vanguard Prime Money Market Fund	54,187	32,028
Vanguard STAR Fund	2,719,584	2,880,527
Vanguard Selected Value Fund	1,664,817	1,864,757
Vanguard Small-Cap Index Fund Investor Shares	582,373	627,343
Vanguard Target Retirement 2010 Fund	177,649	180,964
Vanguard Target Retirement 2015 Fund	2,142,306	2,302,449
Vanguard Target Retirement 2020 Fund	918,347	1,030,414
Vanguard Target Retirement 2025 Fund	2,625,650	2,428,067
Vanguard Target Retirement 2030 Fund	1,466,096	1,294,557
Vanguard Target Retirement 2035 Fund	2,014,925	1,966,486
Vanguard Target Retirement 2040 Fund	1,110,777	1,296,930
Vanguard Target Retirement 2045 Fund	1,054,936	1,033,282
Vanguard Target Retirement 2050 Fund	617,793	511,290
Vanguard Target Retirement 2055 Fund	349,483	253,154
Vanguard Target Retirement 2060 Fund	41,281	32,204
Vanguard Target Retirement Income	1,698,074	1,856,214
Vanguard Total Bond Market Index Fund Investor Shares	1,873,109	2,290,953
Vanguard Total International Stock Index Fund	395,641	388,895
Vanguard Retirement Savings Trust	7,710,300	8,096,972
Investments at fair value	53,325,337	54,761,256
Net Assets Available for Benefits	\$ 54,035,609	\$ 55,670,643

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	Year Ended December 31	
	<u>2015</u>	<u>2014</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employee	\$ 2,251,696	\$ 2,401,987
Employer	828,516	784,167
Rollover	175,495	-
	<u>3,255,707</u>	<u>3,186,154</u>
Investment Income		
Interest and dividend income	2,308,621	2,069,230
Net unrealized/realized appreciation/(depreciation)	<u>(1,956,594)</u>	<u>2,132,507</u>
Total Investment Income	352,027	4,201,737
Interest income on notes receivable from participants	36,774	37,160
Deductions from Net Assets Attributed to:		
Benefits paid to participants	5,206,996	6,489,092
Administrative expenses	<u>72,546</u>	<u>71,177</u>
Total Deductions	<u>5,279,542</u>	<u>6,560,269</u>
Net Increase (Decrease)	(1,635,034)	864,782
Net Assets Available for Benefits:		
Beginning of Year	<u>55,670,643</u>	<u>54,805,861</u>
End of Year	<u>\$ 54,035,609</u>	<u>\$ 55,670,643</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan

The following description of The State Industrial Products Savings and Investment Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began January 1, 1989 is a defined contribution plan covering all employees of State Industrial Products (the “Company”) who meet the hour and age requirements. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The plan was restated effective January 1, 2015 to comply with tax law changes.

Eligibility:

All employees of the Company age twenty-one and older, who are employed for three months and work in the U.S. are eligible to participate in the Plan. Canada and Puerto Rico employees are not eligible to participate in the Plan.

Contributions:

Employee Contributions – The Plan provides for employee salary 401(k) contributions up to a maximum of 100 percent of the annual compensation on an after tax basis. Employees who become eligible to participate in the Plan are automatically enrolled with a pretax deferral election equal to 5% of compensation per payroll period, unless they advise otherwise. Elective deferrals are automatically increased each year for employees who are automatically enrolled in the Plan by 1 percent per year up to a maximum of 100%.

Employer Contributions - The Company may make contributions to each eligible participant's account by matching a percentage of the Participant's elective deferral for the plan year. The matching contribution is equal to 100 percent of the first 1 percent and 50 percent of the next 4 percent of a participant's base compensation, up to a maximum of 3 percent of base compensation.

Employer Discretionary Contributions - The Company may also make additional contributions. Such additional contributions, if any, shall be allocated to each Participant in proportion to his or her compensation for the calendar year. The Company did not make a profit-sharing contribution during 2015 and 2014.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Participants' Accounts:

Each participant's account is credited with the participant's elective contributions, employer matching contributions, employer discretionary contributions, earnings, losses and charged with an allocation of administrative expenses.

Vesting:

Participants hired prior to May 31, 2000 are immediately vested in their contributions and the Company's matching contributions plus actual earnings thereon. Participants hired after May 30, 2000 are immediately vested in their contributions and become 100 percent vested in the Company's matching contributions per the schedule below.

Vesting in the Company's matching contributions is based on years of service. A participant is vested as follows:

Years of Service	Vested %
2	20%
3	40%
4	60%
5	80%
6	100%

Forfeitures:

Forfeitures due to termination from the Plan before a participant is 100% vested are used to reduce future expenses, at the discretion of the Company. Forfeitures for the years ended December 31, 2015 and 2014 were \$40,361 and \$17,919, respectively.

Notes Receivable from Participants:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans are repaid over a period not to exceed 5 years. Loans are valued at unpaid principal plus accrued but unpaid interest.

The loans are secured by the balance in the participant's account, have a \$750 minimum amount and bear interest at rates equivalent to those charged by local lending institutions. Principal and interest are paid ratably through payroll deductions.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Other Plan Provisions:

Normal retirement age is 62.

Payment of Benefits:

Upon termination of service by reason of separation of service, retirement, death or total and permanent disability, a participant receives a lump sum or installment payment if the participant's vested account balance exceeds \$1,000. A participant whose vested account balance is \$1,000 or less and has not commenced receiving installment payments will automatically receive an immediate lump-sum distribution equal to the value of his or her account.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct any contributions to any of the investment options offered by the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Investments are stated at fair value. Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the common collective trust is based on the underlying investments held by the trust.

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

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

2 Summary of Significant Accounting Policies, Continued

Administrative Fees:

Substantially all administrative fees are paid by the Company. These transactions qualify as party-in-interest transactions.

Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Change in Accounting Policy:

The Company early adopted ASU 2015-12 at December 31, 2015. Part I and II were applied retrospectively. With regard to Part I of the ASU, no adjustment is required for benefit responsive contracts. As a result of the implementation of Part II of this ASU, investments are now only disclosed by general type, and no further disaggregation is required; individual investments that represent 5% or more of net assets available for benefits are no longer required to be disclosed; and the net appreciation/depreciation for investments by general type is no longer required to be disclosed.

Subsequent Events:

Management evaluates subsequent events occurring subsequent to the date of the financial statements in determining and the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through September 6, 2016, which is the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

3 Tax Status

On May 28, 2014, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue code. The Plan has been amended, however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

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 uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2015, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress.

4 Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described as follows:

- * Level 1: Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan can access at the measurement date.
- * Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
 - * Quoted prices for similar assets or liabilities in active markets
 - * Quoted prices for identical or similar assets or liabilities in inactive markets
 - * Inputs other than quoted prices that are observable for the asset or liability
 - * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

- * Level 3: Inputs that are unobservable inputs for the asset or liability.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2015 and 2014.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

4 Fair Value Measurements, Continued

Common Collective Trust:

The Vanguard Retirement Savings Trust is a collective investment trust fund that invests solely in the Vanguard Retirement Savings Master Trust. The underlying investments of the Master Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by high-quality bonds, bond trusts and bond mutual funds. Investment contracts include traditional Guaranteed Investment Contracts (GICs), Synthetic Investment Contracts (SICs) and wrapper contracts. GICs are valued based on estimated fair value, computed using discounted cash flows. SICs are valued based on the aggregate market value of the applicable bond trusts, mutual funds and other investments. Wrapper contracts are valued at estimated fair value based on a replacement cost approach.

Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. The Fund invests in international investments with a growth strategy.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2015 and 2014. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

Assets at Fair Value as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$45,615,037	\$ -	\$ -	\$45,615,037
Common Collective Trust Fund	-	7,710,300	-	7,710,300
Total assets in the fair value hierarchy	<u>\$45,615,037</u>	<u>\$ 7,710,300</u>	<u>\$ -</u>	<u>\$53,325,337</u>

Assets at Fair Value as of December 31, 2014				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 46,664,284	\$ -	\$ -	\$ 46,664,284
Common Collective Trust Fund	-	8,096,972	-	8,096,972
Total assets in the fair value hierarchy	<u>\$ 46,664,284</u>	<u>\$ 8,096,972</u>	<u>\$ -</u>	<u>\$ 54,761,256</u>

Transfers between Levels:

For the years ended December 31, 2015 and 2014, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

5 Information Prepared and Certified by Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Trustee.

	<u>2015</u>	<u>2014</u>
Investments, at Fair Value	\$ 53,325,337	\$ 54,761,256
Notes Receivable from Participants	\$ 608,226	\$ 808,544
Interest and Dividends	\$ 2,308,621	\$ 2,069,230
Interest Income from Notes Receivable	\$ 36,774	\$ 37,160
Net Appreciation/(Depreciation)	\$ (1,956,594)	\$ 2,132,507

6 Reconciliation of Financial Statements to Form 5500

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

	<u>December 31 2015</u>	<u>December 31 2014</u>
Net assets available for benefits per the financial statements	\$ 54,035,609	\$ 55,670,643
Benefit responsive adjustment	<u>-</u>	<u>248,554</u>
Net assets available for benefits per the Form 5500	<u>\$ 54,035,609</u>	<u>\$ 55,919,197</u>

The following is a reconciliation of the net loss per the financial statements to the Form 5500:

	<u>December 31 2015</u>
Net Decrease per Financial Statements	\$ (1,635,034)
Benefit responsive adjustment	<u>(248,554)</u>
Net loss per Form 5500	<u>\$ (1,883,588)</u>

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by the Vanguard Fiduciary Trust Company, the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services. In addition, fees paid by the plan sponsor on behalf of the Plan are considered party-in-interest transactions.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

The State Industrial Products Savings and Investment Plan & Trust

EIN 34-0552740
Plan 001

December 31, 2015

(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
	American Beacon Large Cap Value Fund; Plan Ahead CI	Mutual Fund	N/A	\$ 1,427,866
	American Funds: New Perspective Fund Class A	Mutual Fund	N/A	1,937,072
	Artisan International Fund, Investor Class	Mutual Fund	N/A	504,770
	Harbor Capital Appreciation Fund, Admin Shares	Mutual Fund	N/A	2,906,377
	Harbor International Fund; Institutional Shares	Mutual Fund	N/A	460,534
	Hartford Small Cap Growth Fund; Class Y	Mutual Fund	N/A	345,789
	Janus Triton Fund; Class T	Mutual Fund	N/A	1,339,709
	Metropolitan West Total Return Bond Fund; Class M	Mutual Fund	N/A	265,520
	Neuberger Berman Genesis Trust	Mutual Fund	N/A	1,462,143
	Northern Small Cap Value Fund	Mutual Fund	N/A	291,288
*	Vanguard 500 Index Fund Investor Shares	Mutual Fund	N/A	5,431,850
*	Vanguard Capital Opportunity Fund Investor Shares	Mutual Fund	N/A	1,684,575
*	Vanguard Inflation-Protected Securities Fund; Inv Shares	Mutual Fund	N/A	140,687
*	Vanguard Mid-Cap Index Fund Investor Shares	Mutual Fund	N/A	693,287
*	Vanguard PRIMECAP Fund Investor Shares	Mutual Fund	N/A	5,216,542
*	Vanguard Prime Money Market Fund	Mutual Fund	N/A	54,187
*	Vanguard STAR Fund	Mutual Fund	N/A	2,719,584
*	Vanguard Selected Value Fund	Mutual Fund	N/A	1,664,817
*	Vanguard Small-Cap Index Fund Investor Shares	Mutual Fund	N/A	582,373
*	Vanguard Target Retirement 2010 Fund	Mutual Fund	N/A	177,649
*	Vanguard Target Retirement 2015 Fund	Mutual Fund	N/A	2,142,306
*	Vanguard Target Retirement 2020 Fund	Mutual Fund	N/A	918,347
*	Vanguard Target Retirement 2025 Fund	Mutual Fund	N/A	2,625,650
*	Vanguard Target Retirement 2030 Fund	Mutual Fund	N/A	1,466,096
*	Vanguard Target Retirement 2035 Fund	Mutual Fund	N/A	2,014,925
*	Vanguard Target Retirement 2040 Fund	Mutual Fund	N/A	1,110,777
*	Vanguard Target Retirement 2045 Fund	Mutual Fund	N/A	1,054,936
*	Vanguard Target Retirement 2050 Fund	Mutual Fund	N/A	617,793
*	Vanguard Target Retirement 2055 Fund	Mutual Fund	N/A	349,483
*	Vanguard Target Retirement 2060 Fund	Mutual Fund	N/A	41,281
*	Vanguard Target Retirement Income	Mutual Fund	N/A	1,698,074
*	Vanguard Total Bond Market Index Fund Investor Shares	Mutual Fund	N/A	1,873,109
*	Vanguard Total International Stock Index Fund	Mutual Fund	N/A	395,641
*	Vanguard Retirement Savings Trust	Stable value fund	N/A	7,710,300
		Subtotal investments		53,325,337
*	Participant loans	(interest at 4.25% to 8.00%)	N/A	608,226
				<u>\$ 53,933,563</u>

* Party-in-interest to the Plan.

THE STATE INDUSTRIAL PRODUCTS SAVINGS AND INVESTMENT PLAN & TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2015

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INDEPENDENT AUDITOR'S REPORT

Plan Administrator
The State Industrial Products Savings and Investment Plan & Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statement of The State Industrial Products Savings and Investment Plan & Trust, which comprise the statement of net assets available for benefits as of December 31, 2015, and the related statement of changes in net assets available for benefits for the year 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. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Vanguard Fiduciary Trust Company, the Trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2015 financial statements. Accordingly, we do not express an opinion on the accompanying 2015 financial statements.

Other Matter

The supplemental Schedule of Assets Held for Investment Purposes at End of Year as of December 31, 2015 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Other Matter—2014 Financial Statements

The financial statements of the plan as of December 31, 2014 were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan administrator instructed the predecessor auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the trustee. Their report, dated August 19, 2015, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

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

The form and content of the information included in the 2015 financial statements and supplemental schedule, other than that derived from the information certified by trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A handwritten signature in blue ink that reads "Meaden & Moore, Ltd." in a cursive script.

MEADEN & MOORE, LTD.
Cleveland, Ohio
September 6, 2016

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	December 31	
	2015	2014
ASSETS		
Receivable - Employer contributions	\$ 28,744	\$ 28,898
Receivable - Employee contributions	73,302	71,945
Notes receivable from participants	608,226	808,544
Total Receivables	710,272	909,387
Investments at fair value:		
American Beacon Large Cap Value Fund: Plan Ahead CI	1,427,866	1,652,597
American Funds: New Perspective Fund Class A	1,937,072	1,535,145
Artisan International Fund, Investor Class	504,770	617,288
Harbor Capital Appreciation Fund, Admin Shares	2,906,377	2,528,821
Harbor International Fund; Institutional Shares	460,534	426,713
Hartford Small Cap Growth Fund; Class Y	345,789	359,140
Janus Triton Fund; Class T	1,339,709	1,355,168
Metropolitan West Total Return Bond Fund; Class M	265,520	169,104
Neuberger Berman Genesis Trust	1,462,143	1,644,484
Northern Small Cap Value Fund	291,288	355,680
Vanguard 500 Index Fund Investor Shares	5,431,850	5,705,285
Vanguard Capital Opportunity Fund Investor Shares	1,684,575	1,497,915
Vanguard Inflation-Protected Securities Fund: Inv Shares	140,687	149,481
Vanguard Mid-Cap Index Fund Investor Shares	693,287	600,981
Vanguard PRIMECAP Fund Investor Shares	5,216,542	5,795,968
Vanguard Prime Money Market Fund	54,187	32,028
Vanguard STAR Fund	2,719,584	2,880,527
Vanguard Selected Value Fund	1,664,817	1,864,757
Vanguard Small-Cap Index Fund Investor Shares	582,373	627,343
Vanguard Target Retirement 2010 Fund	177,649	180,964
Vanguard Target Retirement 2015 Fund	2,142,306	2,302,449
Vanguard Target Retirement 2020 Fund	918,347	1,030,414
Vanguard Target Retirement 2025 Fund	2,625,650	2,428,067
Vanguard Target Retirement 2030 Fund	1,466,096	1,294,557
Vanguard Target Retirement 2035 Fund	2,014,925	1,966,486
Vanguard Target Retirement 2040 Fund	1,110,777	1,296,930
Vanguard Target Retirement 2045 Fund	1,054,936	1,033,282
Vanguard Target Retirement 2050 Fund	617,793	511,290
Vanguard Target Retirement 2055 Fund	349,483	253,154
Vanguard Target Retirement 2060 Fund	41,281	32,204
Vanguard Target Retirement Income	1,698,074	1,856,214
Vanguard Total Bond Market Index Fund Investor Shares	1,873,109	2,290,953
Vanguard Total International Stock Index Fund	395,641	388,895
Vanguard Retirement Savings Trust	7,710,300	8,096,972
Investments at fair value	53,325,337	54,761,256
Net Assets Available for Benefits	\$ 54,035,609	\$ 55,670,643

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

The State Industrial Products Savings and Investment Plan & Trust

	Year Ended December 31	
	<u>2015</u>	<u>2014</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employee	\$ 2,251,696	\$ 2,401,987
Employer	828,516	784,167
Rollover	175,495	-
	<u>3,255,707</u>	<u>3,186,154</u>
Investment Income		
Interest and dividend income	2,308,621	2,069,230
Net unrealized/realized appreciation/(depreciation)	<u>(1,956,594)</u>	<u>2,132,507</u>
Total Investment Income	352,027	4,201,737
Interest income on notes receivable from participants	36,774	37,160
Deductions from Net Assets Attributed to:		
Benefits paid to participants	5,206,996	6,489,092
Administrative expenses	<u>72,546</u>	<u>71,177</u>
Total Deductions	<u>5,279,542</u>	<u>6,560,269</u>
Net Increase (Decrease)	(1,635,034)	864,782
Net Assets Available for Benefits:		
Beginning of Year	<u>55,670,643</u>	<u>54,805,861</u>
End of Year	<u>\$ 54,035,609</u>	<u>\$ 55,670,643</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan

The following description of The State Industrial Products Savings and Investment Plan & Trust (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began January 1, 1989 is a defined contribution plan covering all employees of State Industrial Products (the “Company”) who meet the hour and age requirements. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The plan was restated effective January 1, 2015 to comply with tax law changes.

Eligibility:

All employees of the Company age twenty-one and older, who are employed for three months and work in the U.S. are eligible to participate in the Plan. Canada and Puerto Rico employees are not eligible to participate in the Plan.

Contributions:

Employee Contributions – The Plan provides for employee salary 401(k) contributions up to a maximum of 100 percent of the annual compensation on an after tax basis. Employees who become eligible to participate in the Plan are automatically enrolled with a pretax deferral election equal to 5% of compensation per payroll period, unless they advise otherwise. Elective deferrals are automatically increased each year for employees who are automatically enrolled in the Plan by 1 percent per year up to a maximum of 100%.

Employer Contributions - The Company may make contributions to each eligible participant's account by matching a percentage of the Participant's elective deferral for the plan year. The matching contribution is equal to 100 percent of the first 1 percent and 50 percent of the next 4 percent of a participant's base compensation, up to a maximum of 3 percent of base compensation.

Employer Discretionary Contributions - The Company may also make additional contributions. Such additional contributions, if any, shall be allocated to each Participant in proportion to his or her compensation for the calendar year. The Company did not make a profit-sharing contribution during 2015 and 2014.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Participants' Accounts:

Each participant's account is credited with the participant's elective contributions, employer matching contributions, employer discretionary contributions, earnings, losses and charged with an allocation of administrative expenses.

Vesting:

Participants hired prior to May 31, 2000 are immediately vested in their contributions and the Company's matching contributions plus actual earnings thereon. Participants hired after May 30, 2000 are immediately vested in their contributions and become 100 percent vested in the Company's matching contributions per the schedule below.

Vesting in the Company's matching contributions is based on years of service. A participant is vested as follows:

Years of Service	Vested %
2	20%
3	40%
4	60%
5	80%
6	100%

Forfeitures:

Forfeitures due to termination from the Plan before a participant is 100% vested are used to reduce future expenses, at the discretion of the Company. Forfeitures for the years ended December 31, 2015 and 2014 were \$40,361 and \$17,919, respectively.

Notes Receivable from Participants:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans are repaid over a period not to exceed 5 years. Loans are valued at unpaid principal plus accrued but unpaid interest.

The loans are secured by the balance in the participant's account, have a \$750 minimum amount and bear interest at rates equivalent to those charged by local lending institutions. Principal and interest are paid ratably through payroll deductions.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

1 Description of Plan, Continued

Other Plan Provisions:

Normal retirement age is 62.

Payment of Benefits:

Upon termination of service by reason of separation of service, retirement, death or total and permanent disability, a participant receives a lump sum or installment payment if the participant's vested account balance exceeds \$1,000. A participant whose vested account balance is \$1,000 or less and has not commenced receiving installment payments will automatically receive an immediate lump-sum distribution equal to the value of his or her account.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct any contributions to any of the investment options offered by the Plan.

2 Summary of Significant Accounting Policies

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Investments are stated at fair value. Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the common collective trust is based on the underlying investments held by the trust.

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

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

2 Summary of Significant Accounting Policies, Continued

Administrative Fees:

Substantially all administrative fees are paid by the Company. These transactions qualify as party-in-interest transactions.

Plan Termination:

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

Risks and Uncertainties:

The Plan's investment include investments in mutual funds and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Change in Accounting Policy:

The Company early adopted ASU 2015-12 at December 31, 2015. Part I and II were applied retrospectively. With regard to Part I of the ASU, no adjustment is required for benefit responsive contracts. As a result of the implementation of Part II of this ASU, investments are now only disclosed by general type, and no further disaggregation is required; individual investments that represent 5% or more of net assets available for benefits are no longer required to be disclosed; and the net appreciation/depreciation for investments by general type is no longer required to be disclosed.

Subsequent Events:

Management evaluates subsequent events occurring subsequent to the date of the financial statements in determining and the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through September 6, 2016, which is the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

3 Tax Status

On May 28, 2014, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue code. The Plan has been amended, however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

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 uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2015, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress.

4 Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described as follows:

- * Level 1: Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan can access at the measurement date.
- * Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
 - * Quoted prices for similar assets or liabilities in active markets
 - * Quoted prices for identical or similar assets or liabilities in inactive markets
 - * Inputs other than quoted prices that are observable for the asset or liability
 - * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

- * Level 3: Inputs that are unobservable inputs for the asset or liability.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2015 and 2014.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

4 Fair Value Measurements, Continued

Common Collective Trust:

The Vanguard Retirement Savings Trust is a collective investment trust fund that invests solely in the Vanguard Retirement Savings Master Trust. The underlying investments of the Master Trust are primarily in a pool of investment contracts that are issued by insurance companies and commercial banks and in contracts that are backed by high-quality bonds, bond trusts and bond mutual funds. Investment contracts include traditional Guaranteed Investment Contracts (GICs), Synthetic Investment Contracts (SICs) and wrapper contracts. GICs are valued based on estimated fair value, computed using discounted cash flows. SICs are valued based on the aggregate market value of the applicable bond trusts, mutual funds and other investments. Wrapper contracts are valued at estimated fair value based on a replacement cost approach.

Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. The Fund invests in international investments with a growth strategy.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2015 and 2014. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

Assets at Fair Value as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$45,615,037	\$ -	\$ -	\$45,615,037
Common Collective Trust Fund	-	7,710,300	-	7,710,300
Total assets in the fair value hierarchy	<u>\$45,615,037</u>	<u>\$ 7,710,300</u>	<u>\$ -</u>	<u>\$53,325,337</u>

Assets at Fair Value as of December 31, 2014				
	Level 1	Level 2	Level 3	Total
Mutual Funds	\$ 46,664,284	\$ -	\$ -	\$ 46,664,284
Common Collective Trust Fund	-	8,096,972	-	8,096,972
Total assets in the fair value hierarchy	<u>\$ 46,664,284</u>	<u>\$ 8,096,972</u>	<u>\$ -</u>	<u>\$ 54,761,256</u>

Transfers between Levels:

For the years ended December 31, 2015 and 2014, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

5 Information Prepared and Certified by Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified as complete and accurate by the Trustee.

	<u>2015</u>	<u>2014</u>
Investments, at Fair Value	\$ 53,325,337	\$ 54,761,256
Notes Receivable from Participants	\$ 608,226	\$ 808,544
Interest and Dividends	\$ 2,308,621	\$ 2,069,230
Interest Income from Notes Receivable	\$ 36,774	\$ 37,160
Net Appreciation/(Depreciation)	\$ (1,956,594)	\$ 2,132,507

6 Reconciliation of Financial Statements to Form 5500

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

	<u>December 31 2015</u>	<u>December 31 2014</u>
Net assets available for benefits per the financial statements	\$ 54,035,609	\$ 55,670,643
Benefit responsive adjustment	<u>-</u>	<u>248,554</u>
Net assets available for benefits per the Form 5500	<u>\$ 54,035,609</u>	<u>\$ 55,919,197</u>

The following is a reconciliation of the net loss per the financial statements to the Form 5500:

	<u>December 31 2015</u>
Net Decrease per Financial Statements	\$ (1,635,034)
Benefit responsive adjustment	<u>(248,554)</u>
Net loss per Form 5500	<u>\$ (1,883,588)</u>

NOTES TO FINANCIAL STATEMENTS

The State Industrial Products Savings and Investment Plan & Trust

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by the Vanguard Fiduciary Trust Company, the Trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services. In addition, fees paid by the plan sponsor on behalf of the Plan are considered party-in-interest transactions.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

The State Industrial Products Savings and Investment Plan & Trust

EIN 34-0552740
Plan 001

December 31, 2015

(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
	American Beacon Large Cap Value Fund; Plan Ahead CI	Mutual Fund	N/A	\$ 1,427,866
	American Funds: New Perspective Fund Class A	Mutual Fund	N/A	1,937,072
	Artisan International Fund, Investor Class	Mutual Fund	N/A	504,770
	Harbor Capital Appreciation Fund, Admin Shares	Mutual Fund	N/A	2,906,377
	Harbor International Fund; Institutional Shares	Mutual Fund	N/A	460,534
	Hartford Small Cap Growth Fund; Class Y	Mutual Fund	N/A	345,789
	Janus Triton Fund; Class T	Mutual Fund	N/A	1,339,709
	Metropolitan West Total Return Bond Fund; Class M	Mutual Fund	N/A	265,520
	Neuberger Berman Genesis Trust	Mutual Fund	N/A	1,462,143
	Northern Small Cap Value Fund	Mutual Fund	N/A	291,288
*	Vanguard 500 Index Fund Investor Shares	Mutual Fund	N/A	5,431,850
*	Vanguard Capital Opportunity Fund Investor Shares	Mutual Fund	N/A	1,684,575
*	Vanguard Inflation-Protected Securities Fund; Inv Shares	Mutual Fund	N/A	140,687
*	Vanguard Mid-Cap Index Fund Investor Shares	Mutual Fund	N/A	693,287
*	Vanguard PRIMECAP Fund Investor Shares	Mutual Fund	N/A	5,216,542
*	Vanguard Prime Money Market Fund	Mutual Fund	N/A	54,187
*	Vanguard STAR Fund	Mutual Fund	N/A	2,719,584
*	Vanguard Selected Value Fund	Mutual Fund	N/A	1,664,817
*	Vanguard Small-Cap Index Fund Investor Shares	Mutual Fund	N/A	582,373
*	Vanguard Target Retirement 2010 Fund	Mutual Fund	N/A	177,649
*	Vanguard Target Retirement 2015 Fund	Mutual Fund	N/A	2,142,306
*	Vanguard Target Retirement 2020 Fund	Mutual Fund	N/A	918,347
*	Vanguard Target Retirement 2025 Fund	Mutual Fund	N/A	2,625,650
*	Vanguard Target Retirement 2030 Fund	Mutual Fund	N/A	1,466,096
*	Vanguard Target Retirement 2035 Fund	Mutual Fund	N/A	2,014,925
*	Vanguard Target Retirement 2040 Fund	Mutual Fund	N/A	1,110,777
*	Vanguard Target Retirement 2045 Fund	Mutual Fund	N/A	1,054,936
*	Vanguard Target Retirement 2050 Fund	Mutual Fund	N/A	617,793
*	Vanguard Target Retirement 2055 Fund	Mutual Fund	N/A	349,483
*	Vanguard Target Retirement 2060 Fund	Mutual Fund	N/A	41,281
*	Vanguard Target Retirement Income	Mutual Fund	N/A	1,698,074
*	Vanguard Total Bond Market Index Fund Investor Shares	Mutual Fund	N/A	1,873,109
*	Vanguard Total International Stock Index Fund	Mutual Fund	N/A	395,641
*	Vanguard Retirement Savings Trust	Stable value fund	N/A	7,710,300
		Subtotal investments		53,325,337
*	Participant loans	(interest at 4.25% to 8.00%)	N/A	608,226
				<u>\$ 53,933,563</u>

* Party-in-interest to the Plan.