

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2015
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2015 or fiscal plan year beginning <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>SPEEDWAY RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ▶ <u>007</u> 1c Effective date of plan <u>06/30/2007</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>SPEEDWAY LLC</u> <u>500 SPEEDWAY DRIVE, ROOM A3237</u> <u>ENON, OH 45323-1056</u>	2b Employer Identification Number (EIN) <u>31-1551430</u> 2c Plan Sponsor's telephone number <u>419-422-2121</u> 2d Business code (see instructions) <u>447100</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	<u>Filed with authorized/valid electronic signature.</u>	<u>10/17/2016</u>	<u>RODNEY P. NICHOLS</u>
	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 R. P. NICHOLS 539 SOUTH MAIN STREET FINDLAY, OH 45840-3295	3b Administrator's EIN 34-1861584
	3c Administrator's telephone number 419-422-2121
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 5578
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) 3623
a(2) Total number of active participants at the end of the plan year	6a(2) 3178
b Retired or separated participants receiving benefits.....	6b 256
c Other retired or separated participants entitled to future benefits.....	6c 1657
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 5091
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 73
f Total. Add lines 6d and 6e	6f 5164
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 9
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: 1A 1C 1I 3F 3H	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 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 SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>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

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

<div>A Name of plan SPEEDWAY RETIREMENT PLAN</div>	<div>B Three-digit plan number (PN) 007</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF SPEEDWAY LLC</div>	<div>D Employer Identification Number (EIN) 31-1551430</div>

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

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2015			
2 Assets:			
a Market value	2a	177181641	
b Actuarial value	2b	165098677	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	304	11750634	11750634
b For terminated vested participants	1651	34993874	34993874
c For active participants	3623	88861798	95094576
d Total	5578	135606306	141839084
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐		
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.98%	
6 Target normal cost	6	415755	

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

<div>SIGN HERE</div>	<div>09/27/2016</div>
<div>Signature of actuary</div>	<div>Date</div>
<div>TRISHA L. TREML</div>	<div>14-06986</div>
<div>Type or print name of actuary</div>	<div>Most recent enrollment number</div>
<div>HEWITT ASSOCIATES LLC</div>	<div>847-295-5000</div>
<div>Firm name</div>	<div>Telephone number (including area code)</div>
<div>4 OVERLOOK POINT LINCOLNSHIRE, IL 60069</div>	
<div>Address of the firm</div>	

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

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	1325179	18441929
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	1325179	1787739
9 Amount remaining (line 7 minus line 8)	0	16654190
10 Interest on line 9 using prior year's actual return of <u>16.58</u> %	0	2761265
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.18</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	19415455

Part III Funding Percentages		
14 Funding target attainment percentage	14	102.71 %
15 Adjusted funding target attainment percentage	15	116.39 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.53 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

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

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

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

21 Discount rate:				
a Segment rates:	1st segment: 4.72 %	2nd segment: 6.11 %	3rd segment: 6.81 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 59
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	415755	
b Excess assets, if applicable, but not greater than line 31a	31b	415755	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

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

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

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

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan SPEEDWAY RETIREMENT PLAN	B Three-digit plan number (PN) ▶	007
C Plan sponsor's name as shown on line 2a of Form 5500 SPEEDWAY LLC	D Employer Identification Number (EIN) 31-1551430	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
MASSACHUSETTS FIN. SER. CO (MFS)
04-2747644

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
DIMENSIONAL FUND ADVISORS LP (DFA)
30-0447847

(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)

BLACKROCK FINANCIAL MANAGEMENT

13-3806691

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	292425	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NORTHERN TRUST COMPANY

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	NONE	87584	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

US STEEL & CARNEGIE PENSION FUND

27-6011802

(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?
18	NONE	62622	Yes ☒ No ☐	Yes ☐ No ☒	48	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)

MERCER

61-0736136

(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?
17	NONE	20793	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

AON HEWITT

22-2232264

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	NONE	17812	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BLACKROCK

94-3112180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	6223	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

Part I Service Provider Information (continued)

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**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)**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.	<small>OMB No. 1210-0110</small> 2015 This Form is Open to Public Inspection
For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan SPEEDWAY RETIREMENT PLAN	B Three-digit plan number (PN) ►	007
C Plan sponsor's name as shown on line 2a of Form 5500 SPEEDWAY LLC	D Employer Identification Number (EIN) 31-1551430	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a Total noninterest-bearing cash	1a			
b Receivables (less allowance for doubtful accounts):				
(1) Employer contributions	1b(1)			
(2) Participant contributions	1b(2)			
(3) Other.....	1b(3)			4
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)	5632679		6077218
(5) Partnership/joint venture interests	1c(5)			
(6) Real estate (other than employer real property)	1c(6)	6445655		5000242
(7) Loans (other than to participants)	1c(7)			
(8) Participant loans	1c(8)			
(9) Value of interest in common/collective trusts.....	1c(9)			
(10) Value of interest in pooled separate accounts.....	1c(10)			
(11) Value of interest in master trust investment accounts	1c(11)	163100397		150404520
(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)			
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)			
(15) Other	1c(15)	2002885		1933363

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	177181616	163415347

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	177181616	163415347
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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)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	9988	
(B) U.S. Government securities	2b(1)(B)	1222171	
(C) Corporate debt instruments	2b(1)(C)	4156125	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	212026	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		5600310
(2) Dividends: (A) Preferred stock	2b(2)(A)	49873	
(B) Common stock	2b(2)(B)	40967	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		90840
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	176349196	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	176957039	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-607843
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	-203501	
(B) Other	2b(5)(B)	-8146489	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-8349990

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-120801
(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)		
c Other income	2c		10062
d Total income. Add all income amounts in column (b) and enter total	2d		-3377422

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	9507564	
(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)		9507564
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)	76863	
(2) Contract administrator fees	2i(2)	17812	
(3) Investment advisory and management fees	2i(3)	437147	
(4) Other	2i(4)	349461	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		881283
j Total expenses. Add all expense amounts in column (b) and enter total	2j		10388847

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-13766269
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: MCCONNELL AND JONES

(2) EIN: 76-0488832

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			40000000
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			10803410
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

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

A Name of plan <u>SPEEDWAY RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>007</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SPEEDWAY LLC</u>	D Employer Identification Number (EIN) <u>31-1551430</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): _____ Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>443</u>

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

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

Schedule R (Form 5500) 2015
v. 150123

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
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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: <u>6</u> % Investment-Grade Debt: <u>84</u> % High-Yield Debt: <u>5</u> % Real Estate: <u>1</u> % Other: <u>4</u> %
	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



Independent Auditors' Report

To the Participants and Plan Administrator of
Speedway Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Speedway Retirement Plan (the "Plan"), which comprise the Statements of Net Assets Available for Benefits as of December 31, 2015 and 2014, and the related Statements of Changes in Net Assets Available for Benefits for the years then ended, and the related Notes to Financial Statements.

Plan Management's Responsibility for the Financial Statements

Plan 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 (US GAAP); 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.

Auditors' Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2015, and the changes in net assets available for benefits for the year then ended, and its financial status as of December 31, 2014 and changes therein for the year then ended, in accordance with US GAAP.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the index is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of Plan management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

McConnell & Jones LLP

Houston, Texas
October 17, 2016

Schedule SB Attachment (Form 5500)—2015 Plan Year
Speedway Retirement Plan
EIN: 31-1551430 PN: 007

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

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

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	5.00%	1.0000	2.53
51.5	5.00%	0.9500	2.45
52.5	7.00%	0.9025	3.32
53.5	7.00%	0.8393	3.14
54.5	8.00%	0.7806	3.40
55.5	8.00%	0.7181	3.19
56.5	8.00%	0.6607	2.99
57.5	8.00%	0.6078	2.80
58.5	10.00%	0.5592	3.27
59.5	10.00%	0.5033	2.99
60.5	13.00%	0.4529	3.56
61.5	15.00%	0.3941	3.64
62.5	25.00%	0.3350	5.23
63.5	25.00%	0.2512	3.99
64.5	30.00%	0.1884	3.65
65.5	30.00%	0.1319	2.59
66.5	25.00%	0.0923	1.53
67.5	25.00%	0.0692	1.17
68.5	30.00%	0.0519	1.07
69.5	35.00%	0.0364	0.88
70	100.00%	0.0236	1.65
Weighted Average			59.04

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2014), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA
1st Segment Rate	4.72%
2nd Segment Rate	6.11%
3rd Segment Rate	6.81%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2014), without regard to interest rate stabilization
1st Segment Rate	1.15%
2nd Segment Rate	4.06%
3rd Segment Rate	5.15%
Optional Payment Form Election Percentage	96% lump sum 4% life annuity
Conversion Basis for Annuities to Lump Sum	The mortality table specified in Revenue Ruling 2001-62 and an interest rate phase-in with an ultimate rate of 3.36%. Rate based on 24-month average of 30-year Treasury rates, using the same lookback period as the Funding Target segment rates.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 59 for those assumed to elect a single life annuity. Immediate payment at termination for those assumed to elect a lump sum.
Mortality Rates	
Healthy and Disabled	2015 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Surviving Spouse Benefit	It is assumed that 70% of males and 35% of females have an eligible spouse, and that males are three years older than their spouses.
Benefit Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$210,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Expected Return on Assets	
2013 Plan Year	7.50%, limited to 6.76%
2014 Plan Year	7.00%, limited to 6.99%
2015 Plan Year	5.00%
Trust Expenses Included in Target Normal Cost	Administrative expenses paid during the prior year (\$415,755 for 2014).
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2015

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Table 1

Retirement Rates

Age	Rate
50	5.00%
51	5.00%
52	7.00%
53	7.00%
54	8.00%
55	8.00%
56	8.00%
57	8.00%
58	10.00%
59	10.00%
60	13.00%
61	15.00%
62	25.00%
63	25.00%
64	30.00%
65	30.00%
66	25.00%
67	25.00%
68	30.00%
69	35.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Table 2—Page 1 of 4

Withdrawal Rates—Male

Age	Years of Service					
	0	1	2	3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
22	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
23	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
24	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
25	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
26	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
27	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
28	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
29	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
30	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
31	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
32	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
33	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
34	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
35	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
36	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
37	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
38	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
39	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
40	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
41	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
42	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
43	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
44	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%

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Withdrawal Rates—Male

Age	Years of Service					
	0	1	2	3	4	5+
45	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
46	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
47	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
48	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
49	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
50	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
51	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
52	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
53	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
54	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
55	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
56	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
57	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
58	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
59	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
60	0.00%	30.00%	20.00%	20.00%	25.00%	13.00%
61	0.00%	30.00%	20.00%	20.00%	25.00%	15.00%
62	0.00%	30.00%	20.00%	20.00%	25.00%	25.00%
63	0.00%	30.00%	20.00%	20.00%	25.00%	25.00%
64	0.00%	30.00%	20.00%	20.00%	25.00%	30.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

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Withdrawal Rates—Female

Age	Years of Service					
	0	1	2	3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
22	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
23	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
24	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
25	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
26	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
27	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
28	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
29	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
30	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
31	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
32	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
33	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
34	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
35	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
36	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
37	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
38	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
39	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
40	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
41	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
42	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
43	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
44	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Withdrawal Rates—Female

Age	Years of Service					
	0	1	2	3	4	5+
45	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
46	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
47	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
48	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
49	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
50	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
51	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
52	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
53	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
54	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
55	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
56	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
57	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
58	0.00%	30.00%	25.00%	20.00%	15.00%	10.00%
59	0.00%	30.00%	25.00%	20.00%	15.00%	10.00%
60	0.00%	30.00%	25.00%	20.00%	15.00%	13.00%
61	0.00%	30.00%	25.00%	20.00%	15.00%	15.00%
62	0.00%	30.00%	25.00%	20.00%	15.00%	25.00%
63	0.00%	30.00%	25.00%	20.00%	15.00%	25.00%
64	0.00%	30.00%	25.00%	20.00%	15.00%	30.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0356%	0.0356%	40	0.0950%	0.1544%
16	0.0356%	0.0356%	41	0.1069%	0.1781%
17	0.0356%	0.0356%	42	0.1188%	0.2019%
18	0.0356%	0.0356%	43	0.1425%	0.2256%
19	0.0356%	0.0356%	44	0.1663%	0.2613%
20	0.0356%	0.0356%	45	0.1900%	0.2850%
21	0.0356%	0.0356%	46	0.2138%	0.3206%
22	0.0356%	0.0356%	47	0.2494%	0.3563%
23	0.0356%	0.0356%	48	0.2969%	0.3919%
24	0.0356%	0.0356%	49	0.3325%	0.4275%
25	0.0356%	0.0356%	50	0.3919%	0.4750%
26	0.0356%	0.0356%	51	0.4631%	0.5225%
27	0.0356%	0.0356%	52	0.5463%	0.5819%
28	0.0356%	0.0475%	53	0.6294%	0.6413%
29	0.0356%	0.0475%	54	0.7244%	0.7006%
30	0.0356%	0.0475%	55	0.8194%	0.7600%
31	0.0356%	0.0594%	56	0.9144%	0.8194%
32	0.0356%	0.0594%	57	1.0213%	0.8788%
33	0.0356%	0.0712%	58	1.1281%	0.9500%
34	0.0356%	0.0712%	59	1.2469%	1.0094%
35	0.0475%	0.0831%	60	1.3656%	1.0687%
36	0.0475%	0.0950%	61	1.4963%	1.1400%
37	0.0594%	0.1069%	62	1.6388%	1.1994%
38	0.0712%	0.1188%	63	1.7931%	1.2469%
39	0.0831%	0.1425%	64	1.9475%	1.2944%
			65+	0.0000%	0.0000%

Schedule SB Attachment (Form 5500)—2015 Plan Year
 Speedway Retirement Plan
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Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2015

Attained Age	Number of Participants and Average Cash Balance Account									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29	1	191 \$697	41 \$2,609							
30-34	5	212 \$1,947	149 \$6,738	19						
35-39	7	165 \$2,477	139 \$9,470	89 \$17,568	7					
40-44	2	159 \$2,150	110 \$9,420	93 \$26,294	57 \$36,985	13				
45-49	3	144 \$2,833	100 \$12,181	98 \$27,097	72 \$45,093	64 \$55,432	2			
50-54	10	201 \$2,918	123 \$14,169	119 \$30,704	70 \$43,542	76 \$61,513	49 \$93,250	6		
55-59	2	167 \$3,943	126 \$15,210	89 \$31,080	39 \$52,159	45 \$65,050	46 \$93,301	20 \$97,985		
60-64	1	95 \$3,098	79 \$16,331	66 \$36,618	31 \$58,839	18	16	12	9	1
65-69		31 \$2,741	32 \$15,745	18	12	5	5	1	1	
70+	4	26 \$3,152	19	5	2	2	1		1	

N-3,623

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

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

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

A Name of plan SPEEDWAY RETIREMENT PLAN	B Three-digit plan number (PN) ▶	007
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF SPEEDWAY LLC	D Employer Identification Number (EIN) 31-1551430	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2015</u>			
2 Assets:			
a Market value.....	2a	177,181,641	
b Actuarial value.....	2b	165,098,677	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	304	11,750,634	11,750,634
b For terminated vested participants.....	1,651	34,993,874	34,993,874
c For active participants.....	3,623	88,861,798	95,094,576
d Total.....	5,578	135,606,306	141,839,084
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions.....	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5 5.98%		
6 Target normal cost.....	6 415,755		

Statement by Enrolled Actuary

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

SIGN HERE	Trisha L. Trembl (TT)	09/27/2016
	Signature of actuary	Date
	TRISHA L. TREMBL	1406986
	Type or print name of actuary	Most recent enrollment number
	HEWITT ASSOCIATES LLC	847-295-5000
	Firm name	Telephone number (including area code)
	4 OVERLOOK POINT	
	LINCOLNSHIRE IL 60069	
	Address of the firm	

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

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

Schedule SB (Form 5500) 2015
v. 150123

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

21 Discount rate:			
a Segment rates:	1st segment: 4.72%	2nd segment: 6.11%	3rd segment: 6.81%
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 4
22 Weighted average retirement age			22 59
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

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

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

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

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	415,755
b Excess assets, if applicable, but not greater than line 31a		31b	415,755
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)		34	0
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)		36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	0
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

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

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

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

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

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	5.00%	1.0000	2.53
51.5	5.00%	0.9500	2.45
52.5	7.00%	0.9025	3.32
53.5	7.00%	0.8393	3.14
54.5	8.00%	0.7806	3.40
55.5	8.00%	0.7181	3.19
56.5	8.00%	0.6607	2.99
57.5	8.00%	0.6078	2.80
58.5	10.00%	0.5592	3.27
59.5	10.00%	0.5033	2.99
60.5	13.00%	0.4529	3.56
61.5	15.00%	0.3941	3.64
62.5	25.00%	0.3350	5.23
63.5	25.00%	0.2512	3.99
64.5	30.00%	0.1884	3.65
65.5	30.00%	0.1319	2.59
66.5	25.00%	0.0923	1.53
67.5	25.00%	0.0692	1.17
68.5	30.00%	0.0519	1.07
69.5	35.00%	0.0364	0.88
70	100.00%	0.0236	1.65
Weighted Average			59.04

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

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2014), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA
1st Segment Rate	4.72%
2nd Segment Rate	6.11%
3rd Segment Rate	6.81%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2014), without regard to interest rate stabilization
1st Segment Rate	1.15%
2nd Segment Rate	4.06%
3rd Segment Rate	5.15%
Optional Payment Form Election Percentage	96% lump sum 4% life annuity
Conversion Basis for Annuities to Lump Sum	The mortality table specified in Revenue Ruling 2001-62 and an interest rate phase-in with an ultimate rate of 3.36%. Rate based on 24-month average of 30-year Treasury rates, using the same lookback period as the Funding Target segment rates.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 59 for those assumed to elect a single life annuity. Immediate payment at termination for those assumed to elect a lump sum.
Mortality Rates	
Healthy and Disabled	2015 static mortality table for annuitants and non- annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)

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Surviving Spouse Benefit	It is assumed that 70% of males and 35% of females have an eligible spouse, and that males are three years older than their spouses.
Benefit Limits	Projected benefits are limited by the current IRC section 415 maximum benefit of \$210,000.
Valuation of Plan Assets	<p>Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.</p> <p>A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).</p>
Expected Return on Assets	
2013 Plan Year	7.50%, limited to 6.76%
2014 Plan Year	7.00%, limited to 6.99%
2015 Plan Year	5.00%
Trust Expenses Included in Target Normal Cost	Administrative expenses paid during the prior year (\$415,755 for 2014).
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2015

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Table 1

Retirement Rates

Age	Rate
50	5.00%
51	5.00%
52	7.00%
53	7.00%
54	8.00%
55	8.00%
56	8.00%
57	8.00%
58	10.00%
59	10.00%
60	13.00%
61	15.00%
62	25.00%
63	25.00%
64	30.00%
65	30.00%
66	25.00%
67	25.00%
68	30.00%
69	35.00%
70+	100.00%

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Withdrawal Rates—Male

Age	Years of Service					
	0	1	2	3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
22	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
23	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
24	0.00%	40.00%	30.00%	30.00%	25.00%	25.00%
25	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
26	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
27	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
28	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
29	0.00%	40.00%	30.00%	30.00%	25.00%	20.00%
30	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
31	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
32	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
33	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
34	0.00%	40.00%	30.00%	30.00%	25.00%	15.00%
35	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
36	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
37	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
38	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
39	0.00%	40.00%	30.00%	30.00%	25.00%	13.00%
40	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
41	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
42	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
43	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%
44	0.00%	35.00%	30.00%	30.00%	25.00%	10.00%

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Withdrawal Rates—Male

Age	Years of Service					
	0	1	2	3	4	5+
45	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
46	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
47	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
48	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
49	0.00%	35.00%	30.00%	20.00%	25.00%	10.00%
50	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
51	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
52	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
53	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
54	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
55	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
56	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
57	0.00%	30.00%	20.00%	20.00%	25.00%	8.00%
58	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
59	0.00%	30.00%	20.00%	20.00%	25.00%	10.00%
60	0.00%	30.00%	20.00%	20.00%	25.00%	13.00%
61	0.00%	30.00%	20.00%	20.00%	25.00%	15.00%
62	0.00%	30.00%	20.00%	20.00%	25.00%	25.00%
63	0.00%	30.00%	20.00%	20.00%	25.00%	25.00%
64	0.00%	30.00%	20.00%	20.00%	25.00%	30.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

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Withdrawal Rates—Female

Age	Years of Service					
	0	1	2	3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
22	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
23	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
24	0.00%	45.00%	35.00%	30.00%	30.00%	25.00%
25	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
26	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
27	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
28	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
29	0.00%	45.00%	35.00%	30.00%	30.00%	20.00%
30	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
31	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
32	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
33	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
34	0.00%	35.00%	35.00%	25.00%	20.00%	15.00%
35	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
36	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
37	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
38	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
39	0.00%	35.00%	30.00%	25.00%	20.00%	13.00%
40	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
41	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
42	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
43	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%
44	0.00%	35.00%	30.00%	25.00%	20.00%	12.00%

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Withdrawal Rates—Female

Age	Years of Service					
	0	1	2	3	4	5+
45	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
46	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
47	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
48	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
49	0.00%	35.00%	25.00%	25.00%	20.00%	12.00%
50	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
51	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
52	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
53	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
54	0.00%	30.00%	25.00%	25.00%	15.00%	12.00%
55	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
56	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
57	0.00%	30.00%	25.00%	20.00%	15.00%	8.00%
58	0.00%	30.00%	25.00%	20.00%	15.00%	10.00%
59	0.00%	30.00%	25.00%	20.00%	15.00%	10.00%
60	0.00%	30.00%	25.00%	20.00%	15.00%	13.00%
61	0.00%	30.00%	25.00%	20.00%	15.00%	15.00%
62	0.00%	30.00%	25.00%	20.00%	15.00%	25.00%
63	0.00%	30.00%	25.00%	20.00%	15.00%	25.00%
64	0.00%	30.00%	25.00%	20.00%	15.00%	30.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

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Table 3

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0356%	0.0356%	40	0.0950%	0.1544%
16	0.0356%	0.0356%	41	0.1069%	0.1781%
17	0.0356%	0.0356%	42	0.1188%	0.2019%
18	0.0356%	0.0356%	43	0.1425%	0.2256%
19	0.0356%	0.0356%	44	0.1663%	0.2613%
20	0.0356%	0.0356%	45	0.1900%	0.2850%
21	0.0356%	0.0356%	46	0.2138%	0.3206%
22	0.0356%	0.0356%	47	0.2494%	0.3563%
23	0.0356%	0.0356%	48	0.2969%	0.3919%
24	0.0356%	0.0356%	49	0.3325%	0.4275%
25	0.0356%	0.0356%	50	0.3919%	0.4750%
26	0.0356%	0.0356%	51	0.4631%	0.5225%
27	0.0356%	0.0356%	52	0.5463%	0.5819%
28	0.0356%	0.0475%	53	0.6294%	0.6413%
29	0.0356%	0.0475%	54	0.7244%	0.7006%
30	0.0356%	0.0475%	55	0.8194%	0.7600%
31	0.0356%	0.0594%	56	0.9144%	0.8194%
32	0.0356%	0.0594%	57	1.0213%	0.8788%
33	0.0356%	0.0712%	58	1.1281%	0.9500%
34	0.0356%	0.0712%	59	1.2469%	1.0094%
35	0.0475%	0.0831%	60	1.3656%	1.0687%
36	0.0475%	0.0950%	61	1.4963%	1.1400%
37	0.0594%	0.1069%	62	1.6388%	1.1994%
38	0.0712%	0.1188%	63	1.7931%	1.2469%
39	0.0831%	0.1425%	64	1.9475%	1.2944%
			65+	0.0000%	0.0000%

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Schedule SB, Part V—Summary of Plan Provisions

Effective Date

The Marathon Petroleum Company LLC Retirement Plan was established in 1988. Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") and the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil Chemical and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) were merged into the plan. Effective September 1, 1999, the Northwestern Refinery Pension Plan for Hourly Employees was merged into the plan. The plan is comprised of various sub-plans: Refining, Marketing, and Transportation ("RMT") Sub-Plan; Retail Sub Plan; Catlettsburg Refining Sub-Plan; and Northwestern Refinery Sub-Plan.

Effective June 30, 2007, the Retail Sub-Plan was spun off from the Marathon Petroleum Company LLC Retirement Plan, and the new Speedway SuperAmerica LLC Retirement Plan was established.

Effective February 15, 2011, the plan name was changed to the Speedway Retirement Plan.

Eligibility for Participation

Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") was merged into the Marathon Petroleum Company Retirement Plan as the Retail Sub-Plan. Effective January 1, 1999, the sub-plan was amended to include a pension equity benefit formula based on a vesting age points based schedule. Any regular employee of Speedway SuperAmerica LLC, SuperAmerica Franchising LLC and Speedway Beverage LLC shall participate under the provisions of this sub-plan upon attainment of age 21 and one year of vesting service.

The plan was closed to new entrants effective January 1, 2010.

Credited Service Freeze

Effective December 31, 2009 all credited service was frozen under the plan. Final average pay was frozen for certain highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

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Normal Retirement
Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to the sum of (1), (2), and (3):

- (1) Pension Equity Benefit: For credited service on or after January 1, 1999, the actuarial equivalent of the participant's aggregated Pension Equity Benefit accruals. Accruals equal a percentage of final average pay based on age and service points as of the end of the calendar year according to the following schedule:

Age Plus Participation Service	Accrual Percentage
0–29	2.50%
30–39	4.00%
40–49	5.25%
50–59	7.75%
60–69	10.50%
70–79	13.00%
80+	15.50%

- (2) Former PMRP participants only. For participants with 25 or more years of credited service prior to January 1, 1999, 50% of average monthly pay reduced by the lesser of (a) 50% of the primary insurance amount of (b) 25% of participant's average monthly base compensation. If less than 25 years of credited service, the formula as stated above shall be multiplied by the fraction of credited service prior to January 1, 1999 divided by 25.
- (3) Participants transferred from the SuperAmerica Division of Ashland Inc. only. An additional benefit equal to the excess of (a) minus (b), where (a) is the amount calculated based upon the Ashland formula, service as of December 31, 1998 and pay at termination and (b) is the amount calculated based upon the Ashland formula, service as of December 31, 1998 and pay as of December 31, 1998.

The Ashland formula is defined as 1.08% of average monthly base pay up to \$10,700 plus 1.5% of average monthly base pay in excess of \$10,700, all times credited service up to 35 years.

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All credited service under the above formulas was frozen on December 31, 2009. Final average pay was frozen for certain highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

Early Retirement
Eligibility

Former PMRP and Ashland participants only.

Age 50 and 10 years of vesting service for former PMRP participants. Earlier of age 55 or 80 points (age + service) for form Ashland participants.

Benefit

Benefit is the actuarial equivalent of (1) as defined above, (2) as defined above is reduced by 3% for each year benefits commence prior to age 65, and (3) as defined above is reduced by 3% per year prior to age 62, 4% per year prior to age 58, and 5% per year prior to age 56.

Vested Termination Benefits
Eligibility

Three years of vesting service or age 65.

Benefit

Accrued benefit payable at age 65 (actuarially reduced for early commencement).

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for normal retirement, early retirement or vesting.

Benefit

100% of the actuarial equivalent of the pension equity benefit defined in (1) above, plus 50% of the benefit defined in (2) and (3) above reduced for joint and survivor election.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

100% of the actuarial equivalent of the pension equity benefit defined in (1) above, plus 50% of the benefit defined in (2) above reduced for joint and survivor election.

Normal Form of Annuity
Without Spouse

Life annuity.

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With Spouse

Reduced joint and survivor annuity. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.

Optional Forms of Annuity

Life annuity; 120 months or more certain and life annuity; joint and survivor annuity (50% or 100%); lump sum. All optional forms are adjusted to be actuarially equivalent to the life annuity.

Definitions

Plan Year

January 1 to December 31.

Actuarial Equivalence

Based on the mortality rates specified in Revenue Ruling 2001-62 and an interest rate equal to the average annual rate of interest on 30-year Treasury securities as published by the IRS for the months of August through October of the preceding calendar year.

Effective January 1, 2013, the year-over-year increase in the interest rate for PMRP benefits will be limited to a certain percentage that varies based on the rate for the current year, as follows:

Rate for Current Year Before Adjustment	Maximum Annual Percentage Increase
Below 5.00%	0.25%
5.01% – 7.00%	0.50%
7.01% or greater	0.75%

Credited and Vesting Service

Generally based on elapsed time. Any period of service with an employer commencing on employee's date of hire for vesting service and upon plan participation for credited service and ending on the date of termination.

All benefit service under the plan was frozen on December 31, 2009.

Compensation

Total regular annual salary including overtime, bonuses, and commissions.

Final Average Pay

Average annual compensation during the final 36 months of employment. Final average pay was frozen for some highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

Average Monthly Pay

Average monthly compensation during the final 36 months of employment.

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Average Monthly Base Pay

Average monthly base pay during the final 36 months of employment.

Primary Insurance Amount

Estimated Social Security benefit at age 65 assuming no future earnings after termination. The Social Security benefit was frozen as of December 31, 2012.

Plan Changes Since the Prior Year

The January 1, 2015 valuations reflect the following plan changes:

- An update to the mortality and interest rates for determining minimum lump sum payments and IRS section 417(e)(3) to the applicable rates for the current plan year.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Speedway Retirement Plan
EIN: 31-1551430 PN: 007

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

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

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Schedule SB, line 24—Change in Actuarial Assumptions

- A change in the expected long-term rate of return on plan assets from 7.00% to 5.00%.

This change was made to better reflect the anticipated future experience. This assumption change did not result in a decrease in the funding shortfall of the plan in excess of \$50,000,000 or both 5% of the funding target of the plan and \$5,000,000; as such, approval of the commissioner is not required.

Schedule SB Attachment (Form 5500)—2015 Plan Year
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 EIN: 31-1551430 PN: 007

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2015

Attained Age	Number of Participants and Average Cash Balance Account									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29	1	191 \$697	41 \$2,609							
30-34	5	212 \$1,947	149 \$6,738	19						
35-39	7	165 \$2,477	139 \$9,470	89 \$17,568	7					
40-44	2	159 \$2,150	110 \$9,420	93 \$26,294	57 \$36,985	13				
45-49	3	144 \$2,833	100 \$12,181	98 \$27,097	72 \$45,093	64 \$55,432	2			
50-54	10	201 \$2,918	123 \$14,169	119 \$30,704	70 \$43,542	76 \$61,513	49 \$93,250	6		
55-59	2	167 \$3,943	126 \$15,210	89 \$31,080	39 \$52,159	45 \$65,050	46 \$93,301	20 \$97,985		
60-64	1	95 \$3,098	79 \$16,331	66 \$36,618	31 \$58,839	18	16	12	9	1
65-69		31 \$2,741	32 \$15,745	18	12	5	5	1	1	
70+	4	26 \$3,152	19	5	2	2	1		1	

N-3,623

Schedule SB Attachment (Form 5500)—2015 Plan Year
Speedway Retirement Plan
EIN: 31-1551430 PN: 007

Schedule SB, Part V—Summary of Plan Provisions

Effective Date

The Marathon Petroleum Company LLC Retirement Plan was established in 1988. Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") and the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil Chemical and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) were merged into the plan. Effective September 1, 1999, the Northwestern Refinery Pension Plan for Hourly Employees was merged into the plan. The plan is comprised of various sub-plans: Refining, Marketing, and Transportation ("RMT") Sub-Plan; Retail Sub Plan; Catlettsburg Refining Sub-Plan; and Northwestern Refinery Sub-Plan.

Effective June 30, 2007, the Retail Sub-Plan was spun off from the Marathon Petroleum Company LLC Retirement Plan, and the new Speedway SuperAmerica LLC Retirement Plan was established.

Effective February 15, 2011, the plan name was changed to the Speedway Retirement Plan.

Eligibility for Participation

Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") was merged into the Marathon Petroleum Company Retirement Plan as the Retail Sub-Plan. Effective January 1, 1999, the sub-plan was amended to include a pension equity benefit formula based on a vesting age points based schedule. Any regular employee of Speedway SuperAmerica LLC, SuperAmerica Franchising LLC and Speedway Beverage LLC shall participate under the provisions of this sub-plan upon attainment of age 21 and one year of vesting service.

The plan was closed to new entrants effective January 1, 2010.

Credited Service Freeze

Effective December 31, 2009 all credited service was frozen under the plan. Final average pay was frozen for certain highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Speedway Retirement Plan
EIN: 31-1551430 PN: 007

Normal Retirement
Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to the sum of (1), (2), and (3):

- (1) Pension Equity Benefit: For credited service on or after January 1, 1999, the actuarial equivalent of the participant's aggregated Pension Equity Benefit accruals. Accruals equal a percentage of final average pay based on age and service points as of the end of the calendar year according to the following schedule:

Age Plus Participation Service	Accrual Percentage
0–29	2.50%
30–39	4.00%
40–49	5.25%
50–59	7.75%
60–69	10.50%
70–79	13.00%
80+	15.50%

- (2) Former PMRP participants only. For participants with 25 or more years of credited service prior to January 1, 1999, 50% of average monthly pay reduced by the lesser of (a) 50% of the primary insurance amount of (b) 25% of participant's average monthly base compensation. If less than 25 years of credited service, the formula as stated above shall be multiplied by the fraction of credited service prior to January 1, 1999 divided by 25.
- (3) Participants transferred from the SuperAmerica Division of Ashland Inc. only. An additional benefit equal to the excess of (a) minus (b), where (a) is the amount calculated based upon the Ashland formula, service as of December 31, 1998 and pay at termination and (b) is the amount calculated based upon the Ashland formula, service as of December 31, 1998 and pay as of December 31, 1998.

The Ashland formula is defined as 1.08% of average monthly base pay up to \$10,700 plus 1.5% of average monthly base pay in excess of \$10,700, all times credited service up to 35 years.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Speedway Retirement Plan
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All credited service under the above formulas was frozen on December 31, 2009. Final average pay was frozen for certain highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

Early Retirement
Eligibility

Former PMRP and Ashland participants only.

Age 50 and 10 years of vesting service for former PMRP participants. Earlier of age 55 or 80 points (age + service) for form Ashland participants.

Benefit

Benefit is the actuarial equivalent of (1) as defined above, (2) as defined above is reduced by 3% for each year benefits commence prior to age 65, and (3) as defined above is reduced by 3% per year prior to age 62, 4% per year prior to age 58, and 5% per year prior to age 56.

Vested Termination Benefits
Eligibility

Three years of vesting service or age 65.

Benefit

Accrued benefit payable at age 65 (actuarially reduced for early commencement).

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for normal retirement, early retirement or vesting.

Benefit

100% of the actuarial equivalent of the pension equity benefit defined in (1) above, plus 50% of the benefit defined in (2) and (3) above reduced for joint and survivor election.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

100% of the actuarial equivalent of the pension equity benefit defined in (1) above, plus 50% of the benefit defined in (2) above reduced for joint and survivor election.

Normal Form of Annuity
Without Spouse

Life annuity.

Schedule SB Attachment (Form 5500)—2015 Plan Year
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With Spouse

Reduced joint and survivor annuity. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.

Optional Forms of Annuity

Life annuity; 120 months or more certain and life annuity; joint and survivor annuity (50% or 100%); lump sum. All optional forms are adjusted to be actuarially equivalent to the life annuity.

Definitions

Plan Year

January 1 to December 31.

Actuarial Equivalence

Based on the mortality rates specified in Revenue Ruling 2001-62 and an interest rate equal to the average annual rate of interest on 30-year Treasury securities as published by the IRS for the months of August through October of the preceding calendar year.

Effective January 1, 2013, the year-over-year increase in the interest rate for PMRP benefits will be limited to a certain percentage that varies based on the rate for the current year, as follows:

Rate for Current Year Before Adjustment	Maximum Annual Percentage Increase
Below 5.00%	0.25%
5.01% – 7.00%	0.50%
7.01% or greater	0.75%

Credited and Vesting Service

Generally based on elapsed time. Any period of service with an employer commencing on employee's date of hire for vesting service and upon plan participation for credited service and ending on the date of termination.

All benefit service under the plan was frozen on December 31, 2009.

Compensation

Total regular annual salary including overtime, bonuses, and commissions.

Final Average Pay

Average annual compensation during the final 36 months of employment. Final average pay was frozen for some highly compensated employees on December 31, 2009 and for all other participants on December 31, 2012.

Average Monthly Pay

Average monthly compensation during the final 36 months of employment.

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Average Monthly Base Pay

Average monthly base pay during the final 36 months of employment.

Primary Insurance Amount

Estimated Social Security benefit at age 65 assuming no future earnings after termination. The Social Security benefit was frozen as of December 31, 2012.

Plan Changes Since the Prior Year

The January 1, 2015 valuations reflect the following plan changes:

- An update to the mortality and interest rates for determining minimum lump sum payments and IRS section 417(e)(3) to the applicable rates for the current plan year.

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

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Schedule SB Attachment (Form 5500)—2015 Plan Year
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Schedule SB, line 24—Change in Actuarial Assumptions

- A change in the expected long-term rate of return on plan assets from 7.00% to 5.00%.

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**Speedway
Retirement Plan
Financial Statements and
Independent Auditors' Report
December 31, 2015 and 2014**

Speedway Retirement Plan
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December 31, 2015 and 2014

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McCONNELL & JONES LLP
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MJ

Houston, Texas

DATE OPEN PENDING MANAGEMENT REVIEW AND APPROVAL

Speedway Retirement Plan
Statements of Net Assets Available for Benefits
December 31, 2015 and 2014

	2015	2014
Assets		
Investments, at fair value:		
Investments, at fair value	\$ 13,010,823	\$ 14,081,219
Plan's Interest in Marathon Petroleum Master Retirement Trust, at fair value	150,404,520	163,100,397
Total Investments	163,415,343	177,181,616
Receivables		
Accrued Income	4	-
Total Receivables	4	-
Total Assets	163,415,347	177,181,616
Net Assets Available for Benefits	\$ 163,415,347	\$ 177,181,616

Speedway Retirement Plan

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2015 and 2014

Additions	2015	2014
Investments Income:		
Net appreciation in fair value of investments	\$ 1,469,390	\$ 1,639,618
Interest and Dividends	238,993	330,738
Other	2,186	17,788
Net investment gain from Plan's Interest in Marathon Petroleum Master Retirement Trust	-	24,339,769
Net investment income	1,710,569	26,327,913
Total Additions	1,710,569	26,327,913
Deductions		
Net investment loss from Plan's Interest in Marathon Petroleum Master Retirement Trust	5,087,991	-
Benefits payments	9,507,564	11,054,702
Fees & Administrative expenses	881,283	823,095
Total Deductions	15,476,838	11,877,797
Net (Decrease)/Increase	(13,766,269)	14,450,116
Net Assets Available for Benefits, Beginning of Year	177,181,616	162,731,500
Net Assets Available for Benefits, End of Year	\$ 163,415,347	\$ 177,181,616

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

1. Description of the Plan

The following description of the Speedway Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

General

The Plan is a non-contributory employer defined benefit pension plan covering eligible employees of Speedway LLC ("Speedway") or of a participating employer as defined by the Plan document. The Plan is sponsored by Speedway. Prior to February 15, 2011, the Plan was known as the Speedway SuperAmerica LLC Retirement Plan. The Plan was also formerly known as the Retail Employer Sub-Plan of the Marathon Petroleum Company LLC Retirement Plan ("MPC Retirement Plan") and effective June 30, 2007, was spun-off from the Plan and was called the Speedway SuperAmerica LLC Retirement Plan. Prior to January 1, 1999, the Plan was also known as the Petroleum Marketing Retirement Plan ("PMRP") before merging into the MPC Retirement Plan as the Retail Sub-Plan.

Only the assets and liabilities related to benefits accrued under the Retail Sub Plan as determined by the Plan's actuary were spun off in the June 30, 2007 Plan change described above. Therefore, some participants will have accrued benefits in both the Plan and in the remaining MPC Retirement Plan. The Plan retained provisions identical to the provisions of the Retail Sub-Plan as they existed immediately prior to the spin-off. The Plan's Trustee is The Northern Trust Company ("Trustee"). U.S. Steel & Carnegie Pension Fund (the "Sub-Trustee") is the Sub-Trustee, and Fidelity Investments is the record keeper for the Plan.

Pension Benefits

Generally, employees of a participating employer, are eligible to participate in the Plan if they have attained age 21, completed one year of service, and are a United States citizen, a non-United States citizen hired in the United States to perform services in the U.S., or within an employee group approved by the Plan Administrator. Employees are not eligible to participate in the Plan if they are covered by a collective bargaining agreement (unless such agreement expressly provides for their participation in the Plan) or if they are subject to any employment agreement or contract that waives or excludes their participation in the Plan.

Effective January 1, 2010, the Plan was closed to all new participation and was amended such that retirement benefits accrued through December 31, 2009 will continue application of compensation updates for all future years of employment. After December 31, 2009, participants stopped earning service credits and age growth updates. All eligible participants began accruing an annual 3.5 percent Company contribution to the Speedway Retirement Savings Plan, a defined contribution plan. Prior to this change, benefits for participants in the Plan were calculated using a pension equity formula. This formula was a participant-account-based formula defined as a percentage of average pay based on age and years of service. Grandfathered PMRP participants are entitled to a benefit accrued under the terms of the PMRP based on their average monthly base compensation at either (1) retirement or termination or (2) December 31, 1998, depending upon a participant's job category as of December 31, 1998. Participants who were transferred from the SuperAmerica division of Ashland, Inc. effective as of January 1, 1999 and who participated in the Ashland Inc. and Affiliates Pension Plan are entitled to a supplemental benefit based on the prior plan's pension formula using final average compensation as of the participant's termination or retirement date.

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

Effective January 1, 2013, all compensation updates after December 31, 2012 were eliminated for the PMRP formula, the PEP formula and the supplemental Ashland formula as defined in the Plan. In addition, future social security offset accruals were eliminated for the PMRP formula. Effectively, the amendment froze the single life annuity unreduced for age as of December 31, 2012.

Commencing with the 2013 Plan Year, the GATT rate as determined by the current Plan provisions for purposes of calculating PMRP lump sums were limited to an annual increase as determined by the following table:

Plan Rate (Unadjusted)	Maximum Annual Plan Rate Adjustment
Up to 5.00	.25
≥ 5.01 – 7.00	.50
≥ 7.01	.75

If, however, the Plan provisions for calculating the annual lump sum interest rates result in a rate lower than the previous year's Participant Rate, such lower rate will be used without regard to any cap on the size of the reduction

A participant shall be considered fully vested the earlier of the attainment of normal retirement age of 65 or after completion of three years of vesting service. A participant shall accrue benefits for a particular period of service under the Plan. The Plan was amended effective January 1, 2010 to cease any additional accruals based on service after January 1, 2010.

The Plan provides a single life annuity, joint and survivor annuity, in addition to other optional forms of benefit, including lump sum. Participants who have terminated employment are entitled to commence benefits before attaining normal retirement age. Participants who have PMRP or supplemental Ashland benefits may be entitled to subsidized early retirement benefits upon retirement before age 65.

Plan Amendments

Effective January 1, 2015, the Plan was amended to provide any suit or legal action initiated by a claimant under the Plan must be brought by the claimant no later than one year following the issuance of a final decision on the claim for benefits under the Plan's claims and appeals process.

Effective December 2, 2014, the Plan was amended as follows: (1) To define spouse such that all legal same-sex marriages for federal tax purposes, be recognized; (2) To provide a discretionary amendment that adopts subrogation and reimbursement language for the Plan Administrator to make corrections when mistakes are made; (3) To eliminate the 12-month marriage requirement for the surviving spouse to receive benefits, and (4) To clarify a technical issue concerning how the maximum benefit that may be paid from one or more defined benefit plans within the controlled group are apportioned among these multiple plans.

Speedway Retirement Plan
Notes to Financial Statements
December 31, 2015 and 2014

2. Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan were prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Date of Management's Review

Subsequent events were evaluated through October 14, 2016 which is the date the financial statements were available to be issued.

Use of Estimates

The preparation of financial statements in accordance with US GAAP requires the Plan to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the dates of the financial statements and the reported amounts of additions and deductions during the respective periods. Actual amounts could differ from those estimates and assumptions.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

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 gains and losses on investments bought and sold as well as held during the year.

Contributions

Contributions to the Plan are recorded in the period that the Plan's actuary determines they relate to except that a contribution receivable is recorded to the extent that amounts due are pursuant to formal commitments as well as legal or contractual requirements in existence at the end of the Plan year.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Expenses incurred in the administration of the Plan are paid out of Plan assets unless Marathon Petroleum Corporation ("MPC"), in its discretion, pays such expenses.

Risks and Uncertainties

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

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee

Speedway Retirement Plan
Notes to Financial Statements
December 31, 2015 and 2014

demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Recently Issued Accounting Standards

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-07, *Disclosures for Investments in Certain Entities That Calculate Net Asset Value (NAV) per Share (or its equivalent)* (ASU 2015-07). ASU 2015-07 removes the requirement to include investments in the fair value hierarchy for which fair value is measured using the net asset value per share practical expedient under Accounting Standards Codification (ASC) 820. ASU 2015-07 is effective for the Plan retrospectively for the year beginning after December 15, 2016 with early adoption permitted. Plan management believes the adoption of this guidance concerns disclosure only and will not have an impact on the Plan's financial statements. Management has elected not to early adopt ASU 2015-07.

In July 2015, the FASB issued ASU No. 2015-12, *Plan Accounting: Defined Benefit Pension Plans* (Topic 960), *Defined Contribution Pension Plans* (Topic 962), *Health and Welfare Benefit Plans* (Topic 965): (Part I) *Fully Benefit-Responsive Investment Contracts*, (Part II) *Plan Investment Disclosures*, (Part III) *Measurement Date Practical Expedient* (ASU 2015-12). Part I is not applicable to the Plan. Part II eliminates the requirements to disclose individual investments that represent 5% or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. Part II also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics and risks. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III is not applicable to the Plan. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Parts I and II are to be applied retrospectively. Plan management has elected to adopt Part II as of and for the year ended December 31, 2015, and has applied the provision retrospectively. Plan management has eliminated the historical disclosure of individual investments which comprise 5% or more of total net assets available for benefits, as well as the net appreciation or depreciation of fair values by type.

3. Investments

Substantially all assets of the Plan are held in the Marathon Petroleum Master Retirement Trust ("the Master Trust"). The Master Trust assets are allocated between the Plan and the Marathon Petroleum Retirement Plan based on each plan's proportionate interest in the Master Trust as calculated on a monthly basis.

Speedway Retirement Plan
Notes to Financial Statements
December 31, 2015 and 2014

The Master Trust has the following plans and accounts with their respective proportionate interest as of December 31, 2015:

	<u>2015</u>	<u>2014</u>
Marathon Petroleum Retirement Plan	89.5%	89.8%
Speedway Retirement Plan	10.5%	10.2%
	<u>100.0%</u>	<u>100.0%</u>

Investment income and administrative expenses relating to the Master Trust are allocated based on average monthly balances invested by each plan, other than items specific to one or the other plan.

The remaining assets of the investable funds of the Plan and the Marathon Petroleum Retirement Plan are combined and held in the UCF Marathon Petroleum Group Trust ("UCF Trust"), with each plan having a proportionate interest in the assets of the UCF Trust. The UCF Trust is not considered a master trust or a 103-12 investment entity for reporting purposes because the UCF Trust is one of many unrelated group trusts held within UCF's Master Trust. Thus, the Plan reports its interest in the UCF Trust assets, income, and expenses, which are allocated based on each plan's historical participation.

The following presents the Statement of Net Assets of the Master Trust as of December 31, 2015 and 2014:

	<u>2015</u>	<u>2014</u>
Investments, at fair value:		
Cash and cash equivalents	\$ 27,216,245	\$ 27,333,310
Equities	598,867,620	660,078,369
Fixed Income	816,869,251	898,847,224
Other	1,316,095	3,914,042
Total Investments	<u>1,444,269,211</u>	<u>1,590,172,945</u>
Receivables:		
Receivables for Securities Sold	22,174,333	44,384,784
Employer Contribution	-	35,000,000
Accrued Income	7,482,775	7,869,574
Total Receivables	<u>29,657,108</u>	<u>87,254,358</u>
Total Assets	<u>1,473,926,319</u>	<u>1,677,427,303</u>
Liabilities:		
Payables for Purchased Securities	35,289,554	42,540,896
Total Liabilities	<u>35,289,554</u>	<u>42,540,896</u>
Net Assets	<u>\$ 1,438,636,765</u>	<u>\$ 1,634,886,407</u>

Speedway Retirement Plan
Notes to Financial Statements
December 31, 2015 and 2014

The following presents the Master Trust Statement of Changes in Net Assets for the year ended December 31, 2015 and 2014:

	2015	2014
Additions:		
Total net (depreciation)/appreciation in fair value of investments	\$ (85,401,682)	\$ 108,969,289
Interest	29,307,092	37,859,779
Dividends	14,116,937	4,136,036
Net change in accrued income	(393,210)	2,654,276
Other	868,998	1,302,768
Net investment Income	43,899,817	45,952,859
Total Additions	(41,501,866)	154,922,148
 Net (Decrease)/Increase Before Transfers	 (41,501,866)	 154,922,148
 Transfers In, from Sub-Trustee	 28,640,146	 72,581,215
Transfers Out	(183,387,922)	(253,754,330)
 Net Assets, Beginning of Year	 1,634,886,407	 1,661,137,374
Net Assets, End of Year	<u>\$ 1,438,636,765</u>	<u>\$ 1,634,886,407</u>

4. Fair Value Measurements

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. There are three approaches for measuring the fair value of assets and liabilities: the market approach, the income approach and the cost approach, each of which includes multiple valuation techniques. This hierarchy consists of three broad levels:

- Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and liabilities. These inputs have the highest priority;
- Level 2 inputs consist of observable market-based inputs or unobservable inputs that are corroborated by market data, and are either directly or indirectly observable as of the measurements date;
- Level 3 inputs are unobservable inputs that are not corroborated by market data and may be used with internally developed methodologies that result in management's best estimate of fair value. These inputs have the lowest priority.

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. The following provides a description of the valuation techniques employed for each major plan asset category:

- **Cash and cash equivalents** -Cash and cash equivalents include a collective fund serving as the investment vehicle for the cash reserves and cash held by third-party investment managers. The collective fund is valued at net asset value ("NAV") on a scheduled basis using a cost approach, and is considered a Level 2 asset. Cash and cash equivalents held by third-party investment managers are valued using a cost approach and are considered Level 2. The non-Master Trust cash and cash equivalents include cash on deposit and an investment in a money market mutual fund that invests mainly in short-term instruments and cash, both of which are valued using a market approach and are considered Level 1. The money market mutual fund is valued at the NAV of shares held.
- **Equity** – Equity investments include common stock, mutual and pooled funds, public and non-public investment trusts, and S&P 500 exchange-traded funds. Common stock is valued using a market approach. These assets are priced daily in active markets and are considered Level 1. Mutual and pooled equity funds are well diversified portfolios, representing a mix of strategies in domestic, international, and emerging market strategies. Mutual funds are publicly registered, valued at NAV on a daily basis using a market approach, and are considered Level 1 assets. Pooled funds are valued at NAV using a market approach, and are considered Level 2 assets. Investments in public trusts and S&P 500 exchange traded funds are valued using a market approach at the closing price reported in an active market and therefore are considered Level 1. Non-public investment trusts are considered Level 2 and are valued using a market approach based on the underlying investments in the trust, which are publicly traded securities.
- **Fixed Income** – Fixed income investments include corporate bonds, U.S. dollar treasury bonds, and municipal bonds. These securities are priced on observable inputs using a combination of market, income, and cost approaches. These securities are considered Level 2 assets. Fixed income also includes a well-diversified bond portfolio structured as a pooled fund. This fund is valued at NAV on a daily basis using a combination of market, income, and cost approaches. It is considered a Level 2 asset.
- **Private Equity** - Private equity investments include interests in limited partnerships which are valued using information provided by external managers for each individual investment held in the fund. These holdings are considered Level 3.
- **Real Estate** - Real estate investments consist of interests in limited partnerships. These holdings are either appraised or valued using investment manager's assessment of assets held. These holdings are considered Level 3.
- **Other** - Other investments include two limited liability companies ("LLCs") with no public market. The LLCs were formed to acquire timberland in the northwest United States.

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

These holdings are either appraised or valued using investment manager's assessment of assets held. These holdings are considered Level 3.

The following tables provide by level, within the fair value hierarchy, the Master Trust investments at fair value as of December 31, 2015 and 2014:

	2015	2014
Level 1		
Equity Securities:		
Common Stock	\$ 57,087,371	\$ 63,337,757
Mutual Funds	142,474,626	154,849,723
Other	1,627,013	1,586,867
	<u>201,189,010</u>	<u>219,774,347</u>
Level 2		
Cash and cash equivalent	27,216,245	27,333,310
Equity securities:		
Pooled funds	399,305,623	441,890,889
Fixed income:		
Corporate	509,383,916	546,869,269
Government	114,751,161	97,756,556
Pooled funds	192,734,174	254,221,399
Other	(310,918)	2,327,175
	<u>1,243,080,201</u>	<u>1,370,398,598</u>
Level 3	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Total Master Trust investments, at fair value	<u>\$ 1,444,269,211</u>	<u>\$ 1,590,172,945</u>

Speedway Retirement Plan
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December 31, 2015 and 2014

The following table sets forth by level, within the fair value hierarchy, the Plan's investments outside the Master Trust, at fair value, as of December 31, 2015 and 2014.

	2015	2014
Level 1:		
Cash and cash equivalent	\$ 5	\$ -
Level 3:		
Private Equity	6,077,218	6,445,655
Real Estate	5,000,242	5,632,679
Other	1,933,358	2,002,885
	<u>13,010,818</u>	<u>14,081,219</u>
To Total Plan investments, at fair value	<u>\$ 13,010,823</u>	<u>\$ 14,081,219</u>

The following table sets forth a summary of changes in the fair value of the Plan's level 3 investments for the year ended December 31, 2015.

	Private Equities	Real Estate	Other
Balance, beginning of year	\$ 6,445,655	\$ 5,632,679	\$ 2,002,885
Realized gains	1,160,937	579,303	-
Unrealized gains relating to instruments still held at the reporting date	2,174	(203,501)	(69,527)
Purchases	448,488	448,904	
Sales	(1,980,036)	(1,457,143)	
Balance, end of year	<u>\$ 6,077,218</u>	<u>\$ 5,000,242</u>	<u>\$ 1,933,358</u>

The following table sets forth a summary of changes in the fair value of the Plan's level 3 investments for the year ended December 31, 2014.

	Private Equities	Real Estate	Other
Balance, beginning of year	\$ 5,376,204	\$ 5,520,324	\$ 1,745,242
Realized gains	1,067,163	268,587	-
Unrealized gains relating to instruments still held at the reporting date	550,510	93,624	257,643
Purchases	1,704,469	114,920	-
Sales	(2,252,691)	(364,776)	-
Balance, end of year	<u>\$ 6,445,655</u>	<u>\$ 5,632,679</u>	<u>\$ 2,002,885</u>

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

Gains and losses (realized and unrealized) included in changes in net assets for the period above are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

The following table represents significant unobservable inputs used in the fair value measurement of Level 3 assets:

Instrument	Fair Value	Valuation Technique	Unobservable Input	Range
Private Equity ⁽³⁾⁽⁴⁾	\$ 6,077,218	NAV	N/A	N/A
Real Estate ⁽³⁾	\$ 5,000,242	NAV	N/A	N/A
Other	\$ 1,933,358	Discounted Cash Flows	Discount Rate ⁽¹⁾ Revenue Growth ⁽²⁾	5.3-6.5%

⁽¹⁾ As much as 0.5% of the discount rate is for exit premium.

⁽²⁾ Revenue Growth is calculated using projections of future harvest volumes, physical measurement and statistical information of timber inventory, future timber prices and expenses.

⁽³⁾ The remaining lives of such investments range from less than one year to up to twelve years.

⁽⁴⁾ Investments are valued at net asset value ("NAV"), unless it is determined that this does not represent fair value. In such instances, fair value is estimated in accordance with the Plan's valuation practices. For 2015, such adjustments decreased the fair value of private equity funds by an immaterial amount.

The following tables for December 31, 2015 and 2014 set forth a summary of the Master Trust investments with reported NAV.

Fair Value Using NAV per Share December 31, 2015					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Pooled funds - Equity	\$ 399,305,623	None	End of Month	None	None
Pooled funds - Fixed Income	192,734,174	None	End of Month	None	None

Fair Value Using NAV per Share December 31, 2014					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
Pooled funds - Equity	\$ 441,890,889	None	End of Month	None	None
Pooled funds - Fixed Income	254,221,399	None	End of Month	None	None

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

5. Accumulated Plan Benefits

A third party actuary determines the actuarial present value of accumulated plan benefits. The amount results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements for termination after becoming vested, death, disability, withdrawal, and retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in determining accumulated plan benefits as of January 1, 2015 are as follows:

Interest Rate:	5.00%
Mortality Rate:	RP-2014 aggregate mortality table, Scale MP 2014
Assumed Average Retirement Age:	59

The interest rate assumption used to value accrued benefits was 5.0 percent and 7.0 percent in 2015 and 2014 respectively. The actuarial assumptions are based on the presumption that the Plan will continue. If the Plan is terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The accumulated plan benefits information at the beginning of the 2015 plan year is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:	
Participants currently receiving payments	\$ 13,799,851
Other participants	138,910,237
Total vested benefits	152,710,088
Nonvested benefits	7,350,867
Total actuarial present value of accumulated plan benefits	\$ 160,060,955

The change in the actuarial present value of accumulated plan benefits from last actuary valuation, to current actuary valuation date, is attributed to the following:

Actuarial present value of accumulated plan benefits at beginning of year	\$ 137,552,791
(Decrease)/increase during the year attributable to:	
Benefit payments	(10,970,946)
Interest accumulation	9,251,207
Actuarial assumptions	28,008,528
Benefits accumulated, net of experience gain or loss or changes in data	(3,780,625)
Net change	22,508,164
Actuarial present value of accumulated Plan benefits at end of year	\$ 160,060,955

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

6. Funding Policy

The actuarial cost method used for funding of the Plan is the “projected unit credit” method of actuarial valuation. The funding policy provides that Speedway will contribute amounts necessary to maintain the Plan on a sound actuarial basis and in accordance with the minimum funding requirements of ERISA plus any additional amounts which may be approved from time to time.

7. Risks and Uncertainties

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

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

8. Party-In-Interest Transactions

Fees paid by the Plan to the Trustee in its capacity as Plan Trustee for 2015 were \$87,584 and for 2014 were \$12,864. Fees paid by the Plan to the Sub-Trustee in its capacity as Sub-Trustee for 2015 was \$59,072 and for 2014 was \$81,902. The Trustee and Sub-Trustee have been identified as parties-in-interest, but these transactions are exempt from the prohibited transaction rules.

9. Plan Termination

Although it has not expressed any intent to do so, Speedway has retained the right to amend, terminate, or otherwise modify the Plan, including the right to discontinue the contributions thereto, at any time, solely at the discretion of Speedway. In the event of the termination of the Plan, the assets thereof shall be distributed in accordance with Section 4044 of ERISA. The Plan is a covered plan under the plan termination insurance provisions of ERISA, and the Pension Benefit Guaranty Corporation (“PBGC”) guarantees the payments of certain benefits thereunder. Should the Plan terminate at some future time, its net assets generally will not be available on a pro rata basis to provide participants’ benefits. Whether a particular participant’s accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while other benefits may not be provided for at all.

10. Income Tax Status

The Plan received a favorable determination letter on November 24, 2015 from the IRS stating that the Retirement Plan is qualified under Section 401(a) of the Code. The determination letter expired on January 31, 2016. The Retirement Plan was amended and restated effective as of January 1, 2016 and submitted in a determination letter application to the IRS on January 29, 2016, which application is pending. The Retirement Plan Administrator and the Retirement Plan’s tax counsel

Speedway Retirement Plan

Notes to Financial Statements

December 31, 2015 and 2014

believe that the Retirement Plan is currently being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2015 there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2012.

11. Commitments

At December 31, 2015 and 2014, the Plan had additional funding commitments related to various real estate and limited partnership investments amounting to \$2.5 million and \$3.6 million respectively.

12. Subsequent Events

As of January 1, 2016, the Plan was amended and restated to, among other things, incorporate a cash balance design. Generally, only non-store employees in salary grades 11 or below, store employees in salary grades 4 or above, and employees classified as a Shift Leader II are eligible for a cash balance benefit. Under the cash balance component of the Plan, eligible employees will receive an annual 4% cash balance pay credit.

Supplementary Information

Speedway Retirement Plan**EIN 31-1551430, Plan Number 007****Form 5500, Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2015**

A.	B. IDENTITY OF ISSUE	C. MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MARKET VALUE SHARES	D. COST	E. CURRENT VALUE
	Short-term investments:			
	S-T Invest Fund Ctfi	12/30/1950	5	5
	Total		5	5
	Real Estate			
	AG CORE PLUS REALTY II	316,247	82,166	26,935
	AG CORE PLUS REALTY III	396,491	311,542	399,775
	Aetos Capital Asia II LP	272,323	140,775	28,412
	Aetos Capital Asia III LP	430,982	419,857	55,631
	Avanti Strategic Land II-ACT	19,129	-	-
	Avanti Strategic Land II-PAS	45,962	-	3,909
	Avanti Strategic Land III-ACT	96,833	-	9,680
	Avanti Strategic Land III-PAS	97,835	-	13,776
	Avanti Strategic Land IV-ACT	28,410	440	13,534
	Avanti Strategic Land IV-PAS	19,638	1,063	5,313
	Avanti Strategic Land V	177,833	155,752	134,031
	Avanti Strategic Land VI	218,997	183,295	279,840
	Avanti Strategic Land Inv VII	217,247	216,429	253,149
	Blackstone R/E Partners IV	341,882	199,469	119,158
	Blackstone R/E Partners V	485,280	207,057	397,153
	Blackstone R/E Partners VI	543,905	187,729	357,269
	Blackstone R/E Partners VII	420,048	420,048	591,904
	CPI Asia Pacific	518,246	69,043	98,336
	CPI Europe	398,311	301,486	77,930

Speedway Retirement Plan**EIN 31-1551430, Plan Number 007****Form 5500, Schedule H, Line 4i – Schedule of Assets (Held at End of Year)****December 31, 2015**

A.	B. IDENTITY OF ISSUE	C. MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MARKET VALUE SHARES	D. COST	E. CURRENT VALUE
	DLJ RE Capital Partners III LP	420,558	360,748	242,924
	DLJ RE Capital Partners IV LP	681,602	595,142	653,648
	Lasalle Mexico Fund I	549,919	474,073	408,855
	Rockpoint R E Fund I LP	341,882	79,274	1,204
	Rockpoint R E Fund II LP	341,882	204,601	85,584
	Rockpoint RE Fund III LP	719,630	145,992	118,792
	Rockpoint RE Fund IV LP	391,191	352,820	458,098
	Pearlmark Mezzanine III	672,283	202,051	165,400
	Total		5,310,852	5,000,242
	Other Investments:			
	TC&I Timber Company - Shasta	517,473	517,473	439,183
	TC&I Timber Company - Chinook	1,036,074	1,036,075	1,494,175
	Total		1,553,548	1,933,358
	Limited Partnerships:			
	AEA Investors 2006 LP	474,915	215,830	294,990
	AEA Investors 2003 Program	192,583	11,814	7,302
	AEA Investors V	319,050	296,853	401,606
	Aurora Equity Partners IV LP	237,329	218,821	336,063
	CAI Partners & Company III LP	67,908	39,064	6,564
	CAI Partners & Company IV LP	470,755	263,241	477,829
	Clayton Dubilier Rice Fund VI	315,381	16,470	524

Speedway Retirement Plan
EIN 31-1551430, Plan Number 007

Form 5500, Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2015

A.	B. IDENTITY OF ISSUE	C. MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MARKET VALUE SHARES	D. COST	E. CURRENT VALUE
	Clayton Dubilier Rice Fund VII	81,114	22,948	32,820
	Clayton Dubilier Rice Fd VIII	416,942	229,320	403,548
	Devon Part Bioventurs LP	174,447	40,208	81,078
	Electra Partners Club 2007 LP	319,169	109,802	182,354
	FF&P Investor LP	134,659	92,611	47,093
	Fourth Cinven Fund	291,498	177,767	114,190
	Fifth Cinven Fund	251,117	220,339	241,779
	Geam Intl Private Equity Fund	221,961	23,910	33,597
	International PVt Eq Fund II	210,588	146,272	221,097
	Tenaya Capital V	243,772	152,741	174,003
	Tenaya Capital VI	311,021	289,790	335,966
	PERFORMANCE DIRECT II	638,281	359,021	454,331
	Third Cinven Fund	279,466	34,917	13,691
	TRIDENT IV LP	603,562	182,246	361,989
	TRIDENT V LP	767,761	723,313	940,899
	Warburg Pincus Pvt Equity VIII	136,753	-	34,179
	Warburg Pincus Pvt Equity IX	229,061	8,374	34,470
	Warburg Pincus Pvt Equity X	820,518	279,768	457,050
	Warburg Pincus Pvt Equity XI	347,679	315,805	388,206
	Total		4,471,245	6,077,218
	Total		11,335,650	13,010,823