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 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

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

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.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

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

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

D Check box if filing under:
- [ ] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [X] special extension (enter description) DISASTER DESIG-TX HURRICANE HARVEY

Part II Basic Plan Information—enter all requested information

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

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2004

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

GUTHRIE & HUEBNER COMPANY, INC.

PO BOX 200350
SAN ANTONIO, TX 78220

5797 DIETRICH RD
SAN ANTONIO, TX 78219

2b Employer Identification Number (EIN) 20-0152733

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

2d Business code (see instructions) 237990

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	01/30/2018	NITA MCBRIDE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

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

ADMINISTRATOR COMMITTEE

PO BOX 200350
SAN ANTONIO, TX 78220

3b Administrator's EIN: 20-3182321

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

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	2697
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)**	1778
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	1151
b	Retired or separated participants receiving benefits	**6b**	174
c	Other retired or separated participants entitled to future benefits	**6c**	1407
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	2732
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	24
f	Total. Add lines **6d** and **6e**.	**6f**	2756
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2730
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2P 2Q 3H 3I

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

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	X	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)	X	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)	X	**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)	X		**H** (Financial Information)
(2)	☐		**I** (Financial Information – Small Plan)
(3)	☐	0	**A** (Insurance Information)
(4)	X		**C** (Service Provider Information)
(5)	☐		**D** (DFE/Participating Plan Information)
(6)	X		**G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2016** **This Form is Open to Public Inspection.**

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

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

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

MORGAN STANLEY SMITH BARNEY LLC

755 EAST MULBERRY, SUITE 300
SAN ANTONIO, TX 78212

26-4310632

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 49 99 50 27 72 33 71 15 64 55	NONE	43435	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

a Name: PADGETT, STRATEMANN & CO., L.L.P.
b EIN: 74-1650885
c Position: AUDITOR
d Address: PO BOX 200350
5797 DIETRICH ROAD
SAN ANTONIO, TX 78220-0350
e Telephone: 210-661-4251

Explanation: PRIOR ACCOUNTING FIRM WAS ACQUIRED BY CURRENT ACCOUNTING FIRM

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE G (Form 5500)

Department of Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Financial Transaction Schedules

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

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

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
20-0152733

Part I **Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible**

Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)
☐			

(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price
GUTHRIE & HUEBNER COMPANY, INC.	EMPLOYER	INADVERTENT FAILURE TO PAY DIVIDENDS TO ALL SHAREHOLDERS AT THE SAME TIME	361777

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
0	0	0	361777	361777	0

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

SCHEDULE H (Form 5500)

Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
20-0152733

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	1187943	540854
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1700000	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	5373080	4041390
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3332872	845407
(2) U.S. Government securities	1c(2)	212409	232073
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	159740	147157
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	451	0
(B) Common	1c(4)(B)	2560423	2786168
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	605252	573977
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	**1d(1)**	59053698	43814034
	(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**	74185868	52981060
	Liabilities			
g	Benefit claims payable	**1g**		
h	Operating payables	**1h**		
i	Acquisition indebtedness	**1i**	6358304	4422413
j	Other liabilities	**1j**		
k	Total liabilities (add all amounts in lines 1g through1j)	**1k**	6358304	4422413
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	**1l**	67827564	48558647

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)**	10124	
	(B) U.S. Government securities	**2b(1)(B)**		
	(C) Corporate debt instruments	**2b(1)(C)**		
	(D) Loans (other than to participants)	**2b(1)(D)**		
	(E) Participant loans	**2b(1)(E)**		
	(F) Other	**2b(1)(F)**		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	**2b(1)(G)**		10124
	(2) Dividends: **(A)** Preferred stock	**2b(2)(A)**		
	(B) Common stock	**2b(2)(B)**		
	(C) Registered investment company shares (e.g. mutual funds)	**2b(2)(C)**		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	**2b(2)(D)**		0
	(3) Rents	**2b(3)**		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	**2b(4)(A)**		
	(B) Aggregate carrying amount (see instructions)	**2b(4)(B)**		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	**2b(4)(C)**		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	**2b(5)(A)**		
	(B) Other	**2b(5)(B)**	-15239664	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	**2b(5)(C)**		-15239664

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		188511
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		-15041029
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4088906	
(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)		4088906
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		127802
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	11180	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		11180
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		4227888
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-19268917
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: RSM US, LLP **(2)** EIN: 42-0714325

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	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d	X		361777
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n			
o	Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

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 sections 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

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
20-0152733

Part I Distributions

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

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

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

EIN(s): 58-1428634

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No

22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter _____/_____/_____ and the serial number _____.

22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter _____/_____/_____.

GUTHRIE & HUEBNER COMPANY, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

Audited Financial Statements
December 31, 2016 and 2015

P. O. BOX 200350
SAN ANTONIO, TX 78220-0350

5797 DIETRICH ROAD
SAN ANTONIO, TX 78219

AUDITED BY:
RSM US L.L.P.
CERTIFIED PUBLIC ACCOUNTANTS

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

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RSM US LLP

Independent Auditor's Report

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

Report on the Financial Statements

We have audited the accompanying financial statements of Guthrie & Huebner Company, Inc. Employee Stock Ownership Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2016, the related statement of changes in net assets available for benefits for the year then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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, 2016, and the changes in net assets available for benefits for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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Emphasis of Matter—Investments
As discussed in Note 10, the financial statements include an investment representing 83 percent and 80 percent of total assets as of December 31, 2016 and 2015, respectively, whose fair value has been estimated by an independent appraisal valuation in the absence of readily ascertainable fair values with the assistance of management and approved by the trustee. Because of the inherent uncertainty of valuation, those estimated values may differ significantly from the values that would have been used had a market for the investments existed, and the differences could be material. Our opinion is not modified with respect to this matter.

Emphasis of Matter—Partial Plan Termination
As discussed in Note 8 to the financial statements, effective January 1, 2016 through December 31, 2016, Guthrie & Huebner Company, Inc. (the Company) was experiencing financial difficulties and, due to layoffs, the Plan experienced a partial plan termination. Our opinion is not modified with respect to this matter.

Emphasis of Matter—Uncertainty
As discussed in Note 11, the Company has experienced significant financial difficulty which has negatively impacted the value of the Plan's investment in the Company's stock, as well as the Company's ability to make future required contributions to the Plan. As a result, the continuation of the Plan is uncertain. The financial statements do not include any adjustments that might result from this uncertainty. Our opinion is not modified with respect to this matter.

Other Matter—Report on Supplementary Information
Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule, Schedule H, Line 4i—Schedule of assets held for investment as of December 31, 2016, and the supplemental schedule, Schedule H, Line 4j, Schedule of reportable transactions for the year ended December 31, 2016, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements, or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Other Matter—2015 Financial Statements
The financial statements of the Plan as of and for the year ended December 31, 2015, were audited by other auditors, whose report dated July 27, 2016, expressed an unmodified opinion on those statements.

RSM US LLP

San Antonio, Texas
January 19, 2018

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2016 and 2015

	2016			2015		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Assets						
Cash and cash equivalents	$ 1,301,226	$ -	$ 1,301,226	$ 4,423,191	$ -	$ 4,423,191
Investments, at fair market value:						
Sponsor company common stock	38,479,426	5,334,608	43,814,034	48,758,546	10,295,152	59,053,698
Other investments	3,824,410	-	3,824,410	3,635,899	-	3,635,899
Accounts receivable						
Sponsor company	4,041,390	-	4,041,390	7,073,080	-	7,073,080
Total Assets	47,646,452	5,334,608	52,981,060	63,890,716	10,295,152	74,185,868
Liabilities						
Notes payable	-	4,422,413	4,422,413	-	6,358,304	6,358,304
Total Liabilities	-	4,422,413	4,422,413	-	6,358,304	6,358,304
Net Assets Available for Plan Benefits	$47,646,452	$ 912,195	$ 48,558,647	$63,890,716	$ 3,936,848	$67,827,564

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

Guthrie & Huebner Company, Inc.
Employee Stock Ownership Plan

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED
December 31, 2016 and 2015

	2016			2015		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Additions to Net Assets						
Employer contributions	$ -	$ -	$ -	$ 1,700,000	$ -	$ 1,700,000
Distributions from Sponsor Company	(1,262,400)	1,262,400	-	5,308,534	-	5,308,534
Net unrealized depreciation/appreciation in market value of sponsor company stock	(13,384,144)	(1,855,520)	(15,239,664)	2,712,596	1,839,945	4,552,541
Other Investment income	198,635	-	198,635	(87,323)	-	(87,323)
Cash transfer of note payment	-	-	-	-	1,814,835	1,814,835
Allocation of 834,685 shares of common stock of sponsor company, at market value	2,303,731	-	2,303,731	2,890,991	-	2,890,991
Total Additions to Net Assets	(12,144,178)	(593,120)	(12,737,298)	12,524,798	3,654,780	16,179,578
Deductions from Net Assets						
Distributions to eligible participants	4,100,086	-	4,100,086	2,556,927	-	2,556,927
Interest expense	-	127,802	127,802	-	175,592	175,592
Cash transfer of note payment	-	-	-	1,814,835	-	1,814,835
Allocation of 834,685 shares of common stock of sponsor company, at market value	-	2,303,731	2,303,731	-	2,890,991	2,890,991
Total Deductions from Net Assets	4,100,086	2,431,533	6,531,619	4,371,762	3,066,583	7,438,345
Net Increase/Decrease	(16,244,264)	(3,024,653)	(19,268,917)	8,153,036	588,197	8,741,233
Net Assets Available for Benefits Beginning of Year	63,890,716	3,936,848	67,827,564	55,737,680	3,348,651	59,086,331
End of Year	$47,646,452	$ 912,195	$48,558,647	$63,890,716	$ 3,936,848	$67,827,564

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

1. PLAN DESCRIPTION

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

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

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

The notes payable are secured by the unallocated shares of stock and are not guaranteed by the Company. The lender has no rights against shares once they are allocated under the ESOP. Accordingly, the financial statements of the Plan for the years ended December 31, 2016 and 2015 present separately the assets and liabilities and changes therein pertaining to:

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

Eligibility

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

Payment of Benefits

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

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

Administrative Expenses

As provided in the Plan agreement, administrative expenses may be paid either by the Plan or by the Company. The Company has historically paid the operating expenses for the Plan which are excluded from these financial statements.

(continued)

1. PLAN DESCRIPTION (continued)

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

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

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

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

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

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

Participant Accounts and Forfeitures
Employer contributions and Plan forfeitures are allocated to each participant's account based upon the relation of the participant's compensation to total compensation for the Plan year. Forfeitures of terminated non vested account balances allocated to remaining participants amounted to $337,737 and $461,109 for the years ended December 31, 2016 and 2015, respectively. Plan earnings are allocated to each participants' account based on the ratio of the participant's beginning of the year account balance to all participant's beginning of the year account balances.

(continued)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting
The financial statements of the Plan are prepared using the accrual method of accounting.

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

Allocations
The financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to (a) the accounts of employees with rights in allocated stock ("allocated") and (b) stock not yet allocated to employees ("unallocated"), including shares that are committed to be released. Shares are released from collateral and become allocated generally in the period in which debt service is actually paid.

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

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

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

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

3. TAX STATUS

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

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions. During 2015, the Internal Revenue Service completed its examination of the plan's form 5500 for the year ended December 31, 2013, in which no change was necessary to the information previously reported.

4. ADMINISTRATION OF PLAN ASSETS

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

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

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

5. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

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

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

6. INVESTMENTS

The Plan's investments in the Company's common shares at December 31, 2016 and 2015, are as follows:

	2016			2015		
	Allocated	Non-Allocated	Total	Allocated	Non-Allocated	Total
Number of Shares	13,941,821	1,932,829	15,874,650	13,107,136	2,767,514	15,874,650
Cost	$ 21,115,902	4,232,670	25,348,572	$ 19,281,635	6,066,937	25,348,572
Estimated Fair Value	$ 38,479,426	5,334,608	43,814,034	$ 48,758,546	10,295,152	59,053,698

The Plan's investment in Sponsor Company Common Stock depreciated in fair value by ($15,239,664) during the year ended December 31, 2016 and appreciated in fair value by $4,552,541 for year ended December 31, 2015. For the Plan's other investments, the appreciation, including gains and losses on investments bought and sold, as well as held during the years ended December 31, 2016 and 2015 totaled $3,824,410 and $3,635,899, respectively, and are reported in other investment income on the accompanying Statement of Changes in Net Assets Available for Benefits.

7. NOTES PAYABLE

In 2008, 2010, 2012 and 2015, the Plan entered into several loan agreements with the ownership and management of the Company for the purchase of their Company common stock. Unallocated shares secure the loans. The agreement provides for the loans to be repaid over one, three, five and ten years and bear interest at rates ranging from 2.40 to 4.45%. The aggregate principal amounts of notes payable scheduled for repayment in the succeeding years after December 31, 2016 are: 2017 $1,345,060; 2018 $1,345,060; 2019 $507,574; 2020 $383,508; 2021 $271,202 and thereafter $570,009.

8. PARTIAL PLAN TERMINATION

From January 1, 2016 through December 31, 2016, the Plan Sponsor reduced its workforce through a series of lay-offs, triggering a Partial Plan Termination. As a result, 362 participants were affected resulting in an acceleration of the participants' account balances at their date of termination. The portion of the participants' account balances deemed 100% vested due to the Partial Plan Termination, that was previously forfeited, was reinstated in October 2017 and totals approximately $223,000 in the aggregate. No additional contributions are due from the Plan Sponsor as available forfeitures are sufficient to reinstate the affected participants' balances in full. No distributions were made in 2016 to affected participants as it is the Plan's policy, in accordance with the plan document, to make distributions up to 5 years after date of termination. At 12/31/16, the Plan balance related to affected participants was in excess of $10,000,000.

9. EMPLOYER CONTRIBUTIONS

Company contributions to the Plan are discretionary as determined by the Company's board of directors. However the Company may make contributions in cash to the Plan which, when aggregated with the Plan's dividends and interest earnings, equal the amount necessary to enable the Plan to make its regularly scheduled payments of principal and interest due on its term loan. Employee contributions are not permitted.

10. FAIR VALUE MEASUREMENTS

The requirements of *Fair Value Measurements and Disclosures of the Accounting Standards Codification (ASC)* apply to all financial instruments and all nonfinancial assets and nonfinancial liabilities that are being measured and reported on a fair value basis. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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

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

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

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

(continued)

10. FAIR VALUE MEASUREMENTS (continued)

The following table represents assets reported on the Statement of Net Assets Available for Benefits at their fair value as of December 31, 2016 and 2015 by level within the ASC fair value measurement hierarchy:

	December 31, 2016			
	Total Fair Value Measurement	Quoted Prices in Active Markets (Level 1)	Quoted Prices in Active Markets (Level2)	Significant Unobservable Inputs (Level 3)
Sponsor Company Common Stock	$ 43,814,034	-	-	43,814,034
Other Investments	3,824,410	3,445,180	379,230	-
	$ 47,638,444	3,445,180	379,230	43,814,034

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

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

Level 1 fair value measurements:
The other investments were valued at the selling price as of December 31, 2016 and 2015 for comparable securities on the exchanges at which these securities were traded.

Level 2 fair value measurements:
The other investments were valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings as of December 31, 2016 and 2015.

Level 3 fair value measurements:
The fair market value for sponsor company common stock is based on an independent appraisal of the fair value of Guthrie & Huebner Company, Inc. common stock as of December 31, 2016 and 2015.

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

The income approach measures the value of stock as the present value of its future economic benefits. Significant unobservable inputs under the income approach are EBITDA, net income, weighted average cost of capital, discount rate and a discount rate for lack of marketability.

(continued)

10. FAIR VALUE MEASUREMENTS (continued)

The market approach measures the value of stock through analysis of recent sales or offerings of guideline companies. Significant unobservable inputs under the market approach are the selection of comparable public companies, revenue multiple, EBITDA multiple and the discount rate for lack of marketability.

The valuation process involves the selection of an appraiser by Plan Trustees. Plan management accumulates the data for the appraiser from historical and projected financial information of the Company. The appraiser prepares a report of estimated per share value that a participant will receive upon distribution.

The appraiser's report reflects the Subject Interest on a controlling, illiquid ownership interest basis as of the valuation date. The report is reviewed by the Trustees in conjunction with the appraiser and Administrative Committee at a regularly scheduled ESOP Trustee meeting. The Trustees then evaluate the methods used and estimated per share value for reasonableness and approve the report and resulting estimated fair value.

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

The adjusted book value approach determines a business value as the difference between the current market value of a company's assets and liabilities. Significant unobservable inputs using this method is the conversion of the Company's assets to cash and related capital gains taxes.

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2016:

Balance - beginning of year	$	59,053,698
Realized gains/losses		-
Unrealized depreciation/appreciation in estimated fair value		(15,239,664)
Shares distributed		-
Balance - end of year	$	43,814,034

11. MANAGEMENT'S PLAN

The Plan has evaluated its estimated financial obligations for note payments and distributions to eligible participants and believes that it will be able to fund these obligations for the next twelve months. The Plan will use current cash reserves, long-term investments not in company stock and collection of debt from the Company to do so.

The Company has evaluated its obligations to the ESOP for the next twelve months and believes that it will be able to fund these obligations from ongoing operations and additional bank debt if needed.

12. RISKS AND UNCERTAINTIES

During 2016 the Plan Sponsor sustained losses and negative cash flow from operations. As disclosed in Note 1, the Company is required to make contributions to the Plan each year to satisfy the annual debt service required by the outstanding notes payable. If the Company doesn't make the required contributions to the Plan, the Plan will not be able to satisfy the annual debt service and will be in default of the note payable agreements. Given the Plan Sponsor has these issues, the future continuation of the Plan is uncertain. As of the date of this report, there has been no decision to terminate the Plan. Management of the Plan believes cash balances are sufficient to fund Plan obligations for the coming year and Company operations will generate continued cash flow in order to continue to fund the Plan for the coming year. The financial statements do not include any adjustments that might result from this uncertainty.

13. SUBSEQUENT EVENTS

Subsequent to December 31, 2016 the Board of Directors of Guthrie & Huebner Company, Inc. approved the following changes to the plan to be effective for distributions made after January 1,2017 except as noted 1) revision of the definition of compensation under section 1.10; 2) reduction of lump sum cash out limit under section 7.5(a)(2) from $25,000 to $1,000; and 3) extension of distribution commencement period in section 7.5(b)(2) for participants who terminate employment for reasons other than death/disability/retirement effective for distributions made after December 31, 2017.

The Plan has evaluated subsequent events through January 19, 2018, which is the date the financial statements were available to be issued.

14. LATE PAYMENT OF DIVIDEND

In the last week of the plan year ending December 31, 2015, the Company (a party in interest to the plan) declared a dividend and made immediate cash payments on such obligation to the non-ESOP shareholders. The plan was promised future payments of the appropriate like amount. The ESOP arguably should have received its pro-rata share of that cash dividend, rather than just a promise of future payments. This arguably resulted in a non-exempt transaction as a use of income of the ESOP by a party in interest. The Company has received conflicting advice as to whether this resulted in a non-exempt transaction, but out of a desire to be conservative in protecting plan participants, it has decided to take all corrective action that would be required if this were a prohibited transaction, and to make appropriate reporting on the Form 5500. The principal amount of this transaction, $361,776.59, was corrected by cash payment from the Company to the ESOP on October 21, 2016 and October 28, 2016 of $300,000 and $61,776.59, respectively. Lost earnings will be deposited as soon as the amount is calculated. The amount of any lost earnings is not material to the ESOP.

SCHEDULE OF NONEXEMPT TRANSACTIONS

Form 5500, Schedule G, Part III
EIN: 20-0152733 Plan: 002
Year Ended December 31, 2016

Year	(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity	(d) Purchase price
2015	Guthrie & Huebner Company, Inc.	Employer	Inadvertent failure to pay dividends to all shareholders at the same time	$ 361,777

Year	(e) Selling pri	(f) Lease rental	(g) Transaction expe	(h) Cost of asset	(i) Current value of	(j) Net gain (or loss) on each
2015	N/A	N/A	None	N/A	$ 361,777	-

* Amount of lost earnings have not yet been calculated. The $361,777 dividend was paid on August 24, 2016.

SCHEDULE OF ASSETS HELD FOR INVESTMENT

Form 5500, Schedule H, Part IV, Question (4i)
EIN: 20-0152733 Plan: 002
Year Ended December 31, 2016

Description	Cost	Current Value
Guthrie & Huebner Company, Inc.*		
Common Stock	$ 25,348,572.48	43,814,034.00
Other Investments		
Cash Equivalents		
Morgan Stanley Bank N.A. #		85,035.70
Equity Securities		
Common Stock		
AAC TECHNOLOGIES HLDG INC (AACAY)	1,685.65	2,079.77
ABBOTT LABORATORIES (ABT)	8,539.76	7,297.90
ACCENTURE PLC IRELAND CL A (CAN)	7,930.58	7,730.58
ACI WORLDWIDE INC (ACIW)	1,584.98	1,306.80
ACTELION LTD UNSPON ADR (ALIOY)	7,052.63	10,345.50
ADIDAS AG (ADDYY)	5,158.20	5,105.75
ADOBE SYSTEMS (ADBE)	4,254.62	5,971.10
AKBANK TURK ANONIM SIRKETI ADR (AKBTY)	2,450.14	1,744.00
ALASKA AIR GROUP INCORPORATED (ALK)	1,238.31	1,685.87
ALBEMARLE CORPORATION (ALB)	1,824.29	1,893.76
ALEXION PHARM INC (ALXN)	6,133.47	4,526.95
ALIBABA GROUP HLDG LTD (BABA)	8,971.64	9,483.48
ALIGN TECHNOLOGY (ALGN)	1,043.09	1,057.43
ALLERGAN PLC SHS (AGN)	3,632.52	3,150.15
ALLISON TRANSMN HLDGS INC (ALSN)	4,771.63	5,659.92
ALLSTATE CORP (ALL)	7,434.42	8,968.52
ALLY FINANCIAL INC (ALLY)	1,384.85	1,255.32
ALPHABET INC CL A (GOOGL)	4,679.25	7,132.05
ALPHABET INC CL C (GOOG)	4,421.85	6,946.38
ALTRA HLDGS INC (AIMC)	2,333.41	3,099.60
AMAZON COM INC (AMZN)	9,961.85	17,996.88
AMBEV S A SPONSORED ADR (ABEV)	4,259.21	3,407.54
AMC NETWORKS INC CL A (AMCX)	668.97	471.06
AMERICA MOVIL SA DE CV ADR L (AMX)	2,773.62	2,338.02
AMERIPRISE FINCL INC (AMP)	4,335.58	4,437.60
AMN HEALTHCARE SVCS INC (AMN)	2,048.46	2,268.55
ANALOGIC CORPORATION (ALOG)	3,124.22	2,986.20
ANHEUSER BUSCH INBEV SA SPON (BUD)	24,362.06	22,353.28
AON PLC SHS CL-A (AON)	13,153.96	14,833.49
APPLE INC (AAPL)	10,361.36	13,087.66
APPLIED MATERIALS INC (AMAT)	2,862.16	4,001.48
ARCHER DANIELS MIDLAND (ADM)	10,150.93	10,134.30
ASHTEAD GROUP PLC ADR (ASHTY)	4,990.40	6,590.20
ASSA ABLOY AB UNSP ADR (ASAZY)	15,268.67	15,586.25
ASSOC BRITISH FDS PLC ADR-NEW (ASBFY)	8,349.90	5,918.50

(continued)

Description	Cost	Current Value
AT&T INC (T)	7,816.48	9,654.31
AUTOZONE INC (AZO)	3,206.95	3,159.16
AVON PRODUCTS INC (AVP)	592.05	564.48
BABCOCK & WILCOX ENTERPRIS INC (BW)	2,870.46	2,521.68
BAIDU INC ADS (BIDU)	6,288.75	5,261.12
BANCA MEDIOLANUM S P A ADR (BNCDY)	7,198.45	6,200.60
BANCO DO BRASIL SA SPON ADR (BDORY)	4,683.77	4,401.28
BANCO MACRO S.A. SPONS ADR (BMA)	2,551.79	3,861.00
BANCORPSOUTH INC (BXS)	4,401.63	5,651.10
BANK OF NEW YORK MELLON CORP (BK)	8,510.17	10,565.74
BB & T CORP (BBT)	8,821.30	11,566.92
BB SEGURIDADE PARTICIPACOES (BBSEY)	3,383.30	2,410.13
BED BATH & BEYOND INC (BBBY)	4,086.32	2,926.08
BHP BILLITON LTD (BHP)	17,045.65	16,637.70
BIDVEST GROUP LTD SPONS ADR (BDVSY)	1,663.46	2,055.58
BIOMARIN PHARMAC SE (BMRN)	3,691.10	3,562.12
BOEING CO (BA)	3,799.02	5,760.16
BORG WARNER INC (BWA)	5,587.68	3,746.80
BRISTOL MYERS SQUIBB CO (BMY)	6,188.10	6,019.32
BRITISH AMER TOB SPON ADR (BTI)	21,492.63	21,857.98
BRUKER CORPORATION (BRKR)	396.34	338.88
BRUNSWICK CORP (BC)	2,268.62	3,163.32
BURLINGTON STORES INC (BURL)	1,301.37	1,440.75
C R BARD INC NJ (BCR)	3,278.65	3,369.90
CA INCORPORATED (CA)	13,334.18	13,597.56
CALLON PETROLEUM COMPANY (CPE)	1,931.62	2,828.08
CANADIAN NATL RAILWAY CO (CNI)	10,024.88	10,649.20
CAP GEMINI SA ADR (CGEMY)	8,776.39	8,407.50
CARDINAL HEALTH INC (CAH)	7,899.73	7,628.82
CARLSBERG AS (CABGY)	11,694.09	11,288.04
CELGENE CORP (CELG)	8,238.18	9,375.75
CHARTER COMMUNICATIONS INC (CHTR)	2,732.18	2,879.20
CHEVRON CORP (CVX)	8,907.93	10,357.60
CHINA CONSTRUCTION BANK CORP (CICHY)	6,678.93	6,963.03
CHINA MOBILE LTD (CHL)	5,636.68	4,980.85
CHINA SHENHUA ENERGY LTD ADR (CSUAY)	2,447.68	1,921.40
CIELO SA SPONSORED ADR NEW (CIOXY)	4,911.48	4,079.73
CIRCOR INTERNATIONAL INC (CIR)	1,936.38	2,335.68
CISCO SYS INC (CSCO)	7,398.64	8,945.12
CITIZENS FINANCIAL GROUP INC (CFG)	262.48	356.30
CITRIX SYSTEMS INC (CTXS)	2,447.64	3,036.54
CLICKS GROUP LTD SPONS ADR (CLCGY)	2,732.51	3,539.55
CMS ENERGY CP (CMS)	4,624.31	5,452.22
CNOOC LTD ADS (CEO)	2,331.82	1,983.36
COGNEX CORP (CGNX)	1,745.27	2,035.84
COLUMIBA SPORTSWEAR CO (COLM)	2,578.23	2,740.10
COMMERCIAL INTL BNK LTD SP ADR (CIBEY)	2,598.78	1,931.42
COMMSCOPE HOLDING COMPANY INC (COMM)	3,340.65	3,831.60
COMPAGNIE FIN RICHEMONTAG ADR (CFRUY)	6,778.66	5,766.24
COMPASS GROUP PLC (CMPGY)	12,962.23	13,879.24
CONCHO RES INC (CXO)	3,008.56	3,580.20
CONOCOPHILLIPS (COP)	10,252.71	10,378.98

(continued)

Description	Cost	Current Value
CONSTELLATION BRANDS INC CL A (STZ)	1,774.25	1,839.72
CONTL AG SPONS ADR (CTTAY)	9,021.92	8,085.00
COPART INC (CPRT)	2,927.48	4,266.57
CORELOGIC INC (CLGX)	3,499.39	3,388.36
COSTCO WHOLESALE CORP NEW (COST)	3,707.18	4,483.08
CROWN HOLDINGS INC (HOLDING CO) (CCK)	1,609.74	1,629.67
CVB FINCL CP (CVBF)	2,529.72	3,531.22
CVS HEALTH CORP COM (CVS)	5,092.62	6,312.80
D R HORTON INC (DHI)	1,896.33	1,776.45
DAIWA HOUSE IND LTD ADR (DWAHY)	16,051.80	19,683.75
DCT INDUSTRIAL TRUST INC (DCT)	4,431.61	6,320.16
DILLARDS INC CL A (DDS)	600.89	313.45
DISCOVERY COMMUNICATIONS SER A (DISCA)	3,120.88	3,234.38
DOLLAR TREE INC (DLTR)	317.04	308.72
DONNELLEY R R & SONS CO (RRD)	1,723.69	1,305.60
DR PEPPER SNAPPLE GROUP INC (DPS)	3,249.67	3,354.79
DU PONT EI DE NEMOURS & CO (DD)	8,713.81	10,643.00
DUN & BRADSTREET CP NEW (DNB)	2,764.46	2,547.72
EASTGROUP PROPERTIES INC (EGP)	3,076.57	3,692.00
EDISON INTERNATIONAL (EIX)	7,305.93	9,142.73
ELECTRONIC ARTS INC (EA)	621.89	708.84
EMCOR GROUP INC (EME)	2,503.05	3,750.28
ENTEGRIS INC (ENTG)	3,196.73	4,081.20
EOG RESOURCES INC (EOG)	1,274.51	1,213.20
EQT CORPORATION COM NEW (EQT)	3,821.35	3,597.00
ESCO TECHNOLOGIES (ESE)	2,125.22	3,115.75
EXPEDIA INC NEW (EXPE)	946.81	906.24
EXPRESS SCRIPTS HLDG CO COM (ESRX)	9,702.35	7,910.85
FACEBOOK INC CL-A (FB)	7,779.05	11,735.10
FANUC CORPORATION UNSP ADR (FANUY)	7,553.00	7,825.50
FCB FINL HLDGS INC CL A (FCB)	2,928.41	3,052.80
FEDEX CORP (FDX)	4,024.46	4,282.60
FINISH LINE INC CL A (FINL)	2,124.81	1,730.52
FIRST REPUBLIC BANK (FRC)	5,197.32	8,200.46
FISERV INC WISCONSIN (FISV)	1,957.43	2,550.72
FLEETCOR TECHNOLOGIES (FLT)	3,266.61	3,396.48
FOOT LOCKER INC (FL)	3,485.83	3,686.28
FORTUNE BRANDS HOME & SEC INC (FBHS)	328.85	320.76
FORUM ENERGY TECHNOLOGIES (FET)	2,389.32	2,816.00
FOX FACTORY HOLDING CORP (FOXF)	2,524.16	3,163.50
FRESENIUS SE & CO SPN ADR (FSNUY)	9,040.85	11,863.32
FULLER H B & COMPANY (FUL)	2,661.24	2,753.67
GEA GROUP AG SPON ADR (GEAGY)	6,331.25	5,633.60
GNC HOLDINGS, INC COM CL A (GNC)	2,491.85	850.08
GOLDMAN SACHS GRP INC (GS)	4,613.52	6,225.70
GOODYEAR TIRE & RUBBER (GT)	2,488.25	2,747.43
H & R BLOCK INC (HRB)	2,300.13	2,574.88
HALLIBURTON CO (HAL)	12,064.08	13,792.95
HANOVER INSURANCE GROUP INC (THG)	3,974.94	4,914.54
HARLEY DAVIDSON INC (HOG)	292.16	291.70
HASBRO INC (HAS)	4,026.32	4,745.19
HCA HOLDINGS INC (HCA)	1,594.69	1,702.46

(continued)

Description	Cost	Current Value
HD SUPPLY HOLDINGS (HDS)	2,524.14	3,188.25
HELMERICH & PAYNE (HP)	2,860.52	2,941.20
HILLENBRAND INC (HI)	1,362.10	1,725.75
HILLROM HOLDINGS (HRC)	990.42	1,010.52
HOME DEPOT INC (HD)	2,654.06	2,815.68
HORACE MANN EDUCATORS CP (HMN)	3,020.00	3,595.20
HUNTSMAN CORP (HUN)	1,003.03	1,927.08
IBERIA BK CORP (IBKC)	2,866.46	4,187.50
ICU MEDICAL INC (ICUI)	3,007.53	4,715.20
IDEXX LABS (IDXX)	2,808.30	3,166.29
ILLUMINA INC (ILMN)	1,835.91	1,280.40
IMPERIAL HLDGS LTD ADR (IHLDY)	3,063.87	2,884.20
INC RESH HLDGS INC CL A (INCR)	3,066.15	4,050.20
INDEPENDENT BK MASS (INDB)	2,641.20	4,156.55
INFORMA PLC (IFJPY)	11,005.81	10,130.40
INGEVITY CORP (NGVT)	2,319.95	3,181.88
INGREDION INC COM (INGR)	1,705.28	1,749.44
INTEL CORP (INTC)	8,242.62	8,922.42
J&J SNACK FOODS (JJSF)	2,268.51	2,802.03
JACOBS ENGINEERING GROUP INC (JEC)	3,499.10	4,218.00
JAPAN TOB INC (JAPAY)	10,570.96	9,163.93
JETLUBE AIRWAYS CORP (JBLU)	754.30	739.86
JOHNSON & JOHNSON (JNJ)	5,795.52	8,640.75
JPMORGAN CHASE & CO (JPM)	2,924.51	3,106.44
KASIKORNBANK PUB CO LTD UNSPON (KPCPY)	1,971.90	1,654.80
KB FINANCIAL GRP INC SONS ADR (KB)	4,441.95	4,481.83
KBC GROUP NV UNSPONS ADR (KBCSY)	5,030.66	5,329.85
KDDI CORP UNSPON ADR (KDDIY)	10,616.37	9,942.90
KEYCORP NEW (KEY)	3,899.43	4,878.09
KIMBERLY CLARK SPON ADR (KCDMY)	2,969.40	2,142.72
KLA TENCOR CORP (KLAC)	2,024.80	2,045.68
KNOLL INC (KNL)	2,879.24	3,463.32
KOC HLDG AS UNSPON ADR (KHOLY)	3,383.23	2,757.64
KOHLS CORPORATION WISC (KSS)	984.77	839.46
KOMATSU LTD SPON ADR NEW (KMTUY)	7,061.67	7,938.00
KRAFT HEINZ CO (KHC)	6,001.59	8,732.00
LA Z BOY INCORPORATED (LZB)	2,906.14	3,260.25
LABORATORY COP AMER HLDGS NEW (LH)	3,929.72	3,851.40
LAM RESEARCH CORPORATION (LRCX)	3,521.35	3,594.82
LANCASTER COLONY CRP (LANC)	1,262.60	1,838.07
LEAR CORP (LEA)	3,009.85	3,706.36
LIFE HEALTHCARE GRP HLDGS LTD (LTGHY)	1,876.72	1,710.58
LINCOLN NTL CORP IND (LNC)	5,146.42	6,560.73
LITHIA MOTORS INC A (LAD)	2,244.60	2,130.26
LITTLEFUSE INC (LFUS)	3,674.48	5,767.26
LOCALIZA RENT A CAR SA SPON (LZRFY)	3,786.61	3,280.00
LOWES COMPANIES INC (LOW)	5,359.61	7,325.36
M K S INSTRUMENTS (MKSI)	3,544.85	6,058.80
M&T BANK CORP (MTB)	2,751.08	3,441.46
M/A-COM TECHNOLOGY (MTSI)	3,244.00	4,211.48
MAKITA CORPORATION LTD ADR NEW (MKTAY)	12,541.71	14,653.29
MARATHON OIL CO (MRO)	6,355.95	10,126.35

(continued)

Description	Cost	Current Value
MARKETAXESS HOLDINGS INC (MKTX)	1,540.48	1,469.20
MARRIOTT INTL INC NEW CL A (MAR)	5,099.81	6,035.64
MARSH & MCLENNAN COS INC (MMC)	7,081.97	9,192.24
MASTERCARD INC CL A (MA)	7,034.51	8,982.75
MATADOR RES CO (MTDR)	3,079.08	2,936.64
MENTOR GRAPHICS (MENT)	1,169.34	1,733.83
MERCK & CO INC NEW COM (MRK)	6,404.22	8,418.41
METHODE ELEC INC (MEI)	2,179.76	2,356.95
MGE ENERGY INC (MGEE)	1,234.33	1,959.00
MICHAEL KORS HOLDINGS LTD (KORS)	1,132.11	1,031.52
MICROCHIP TECHNOLOGY INC (MCHP)	325.48	320.75
MICRON TECH INC (MU)	4,394.70	6,576.00
MICROSOFT CORP (MSFT)	8,703.01	9,693.84
MID AMER APART COMM INC (MAA)	4,972.61	4,504.32
MINERALS TECHNOLOGY INC (MTX)	3,182.30	3,630.75
MOBILE TELESYSTEMS PJSC (MBT)	4,725.14	3,507.35
MOBILEYE N.V. (MBLY)	1,506.17	1,296.08
MOHAWK INDUSTRIES INC (MHK)	1,901.96	1,996.80
MONDELEZ INTL INC COM (MDLZ)	6,646.55	8,245.38
MONSTER BEVERAGE CORP NEW COM (MNST)	3,788.64	3,724.56
MOTOROLA SOLUTIONS INC (MSI)	2,087.66	2,403.81
MSA SAFETY INC (MSA)	3,063.16	4,229.13
MSG NETWORK INC CL A (MSGN)	3,488.42	3,827.00
MUELLER WATER PROD INC SER A (MWA)	2,094.01	2,528.90
NATL FUEL GAS CO (NFG)	4,531.11	4,134.72
NCR CORPORATION (NCR)	2,024.19	2,636.40
NEDBANK GRP LTD SPON ADR (NDBKY)	2,635.00	2,544.86
NETEASE.COM INC ADS (NTES)	3,348.00	6,029.52
NETFLIX INC (NFLX)	4,219.46	6,190.00
NETSCOUT SYSTEMS INC (NTCT)	2,330.05	2,299.50
NIKE INC B (NKE)	2,021.18	2,033.20
NORDSTROM INC (JWN)	1,328.18	1,677.55
NORTHROP GRUMMAN CP(HLDG CO) (NOC)	5,487.32	10,000.94
NOVARTIS AG ADR (NVS)	28,495.96	25,494.00
NU SKIN ENTERPRISE INC A (NUS)	563.72	477.80
NVIDIA CORPORATION (NVDA)	5,849.03	13,129.02
NXP SEMICONDUCTORS NV (NXPI)	1,764.29	2,058.21
O'REILLY AUTOMOTIVE INC NEW (ORLY)	5,440.43	6,403.43
OCCIDENTAL PETROLEUM CORP DE (OXY)	9,803.93	8,120.22
OCWEN FINANCIAL CORP NEW (OCN)	1,055.84	695.31
ONE GAS INC (OGS)	1,271.29	1,790.88
P H GLATFELTER (GLT)	3,060.22	2,938.47
PACKAGING CORP AMER (PKG)	3,304.80	3,392.80
PALO ALTO NETWORKS INC (PANW)	3,735.51	3,126.25
PARKER HANNIFIN CORP (PH)	2,707.36	2,660.00
PEBBLEBROOK HOTEL TR COM (PEB)	4,953.83	3,748.50
PFIZER INC (PFE)	5,830.44	8,184.96
PHYSICIANS REALTY TRUST (DOC)	2,836.78	3,185.28
PIONEER NATURAL RESOURCES CO (PXD)	4,773.58	5,942.31
PITNEY BOWES INC (PBI)	1,816.16	1,245.58
PJSC GAZPROM SPON ADR (OGZPY)	2,188.26	1,969.83
PJSC LUKOIL SPONSORED ADR (LUKOY)	3,706.48	4,714.08

(continued)

Description	Cost	Current Value
PHILIPPINE LG DIST TEL SPN ADR (PHI)	3,802.50	1,735.65
PORTLAND GENERAL ELEC CO (POR)	1,675.18	1,993.18
PPC LTD SPD ADR (PPCLY)	1,000.11	282.96
PRICELINE.COM INC NEW (PCLN)	4,986.14	5,864.24
PRUDENTIAL PLC ADR (PUK)	24,719.39	23,675.05
PT ASTRA INTERNATIONAL TBK ADR (PTAIY)	4,258.56	4,636.00
PT BK MANDIRI PERSERO TBK UNSP (PPERY)	3,884.87	4,230.00
PT SEMEN GRESIK PERSERO ADR (PSGTY)	2,111.44	1,694.70
PT TELEKOMUNIKASI INDONESIA (TLK)	3,629.07	4,665.60
PTC INC COM (PTC)	5,692.72	7,079.31
PUBLIC SERVICE ENTERPRISE GP (PEG)	5,235.78	5,090.08
QTS RLTY TR INC COM CL A (QTS)	2,388.77	2,730.75
QUALCOMM INC (QCOM)	6,433.18	7,106.80
QUANEX BUILDING PRODUCTS CORP (NX)	2,447.02	2,760.80
QUEST DIAGNOSTICS INC (DGX)	6,269.78	9,190.00
RAYTHEON CO (NEW) (RTN)	6,740.61	10,082.00
RED ELECTRICA CORPORACION SA (RDEIY)	10,270.20	9,040.77
RED HAT INC (RHT)	3,529.42	3,554.70
REGENERON PHARM (REGN)	5,293.25	4,037.99
RELX PLC SPONSORED ADR (RELX)	11,410.58	11,464.86
RETAIL PPTYS AMER CL-A (RPAI)	4,729.40	4,752.30
ROCKWELL AUTOMATION INC (ROK)	3,699.71	4,435.20
ROCKWELL COLLINS INC (COL)	3,948.11	3,803.16
ROYAL DUTCH SHELL PLC (RDS'A)	14,836.29	14,465.08
ROYAL KPN NV SPONS ADR (KKPNY)	6,680.05	5,574.00
RYANAIR HLDGS PLC ADR (RYAAY)	8,699.75	9,824.68
RYOHIN KEIKAKU CO LTD ADR (RYKKY)	12,821.37	13,701.63
S&P GLOBAL INC COM (SPGI)	2,288.49	2,473.42
SALESFORCE.COM,INC. (CRM)	5,230.65	5,956.02
SALLY BEAUTY HLDGS INC (SBH)	5,845.80	5,284.00
SAMPO OYJ UNSPON ADR (SAXPY)	18,865.65	17,979.17
SANLAM LTD ADR (SLLDY)	2,664.84	2,342.37
SAP AG (SAP)	17,041.85	17,026.71
SBERBANK RUSSIA SPONSORED ADR (SBRCY)	4,029.53	6,369.00
SCRIPPS E.W. COMPANY CL A NEW (SSP)	2,336.57	2,126.30
SEVEN & I HLDGS CO LTD ADR (SVNDY)	11,521.31	10,143.60
SHINHAN FINANCIAL GROUP CO LTD (SHG)	4,469.44	3,839.28
SHIRE PLC ADR (SHPG)	26,989.84	23,342.06
SHOPRITE HLDGS LTD SPONSORED A (SRGHY)	2,191.68	2,040.68
SIGNET JEWELERS LIMITED (SIG)	10,792.03	9,237.48
SNAP-ON INC (SNA)	2,562.88	2,911.59
SOFTBANK CORP UNSPONS ADR (SFTBY)	11,851.15	12,716.55
SONY CORP ADR 1974 NEW (SNE)	8,570.36	8,773.39
SPIRIT AEROSYSTEMS HLD CLA A (SPR)	3,366.61	3,967.80
SPLUNK INC (SPLK)	3,255.05	2,813.25
STANDARD BANK GROUP LTD SPON (SGBLY)	2,964.47	2,994.55
STANDEX INTERNATIONAL CORP (SXI)	2,643.37	2,811.20
STARBUCKS CORP WASHINGTON (SBUX)	4,782.12	5,552.00
STATOIL ASA ADR (STO)	8,366.70	9,083.52
SUMITOMO MITSUI FINL GROUP INC (SMFG)	16,375.79	16,731.60
SUNCOR ENERGY INC (SU)	10,592.55	11,278.05
SWEDBANK AB SPONS ADR (SWDBY)	10,870.39	11,036.55

(continued)

Description	Cost	Current Value
SYNCHRONY FINANCIAL (SYF)	3,038.92	3,989.70
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	5,014.63	6,440.00
TELENOR ASA ADS (TELNY)	12,445.41	9,396.45
TEMPUR-PEDIC INT'L INC (TPX)	609.61	614.52
TESLA MOTORS INC (TSLA)	3,350.62	2,991.66
TEVA PHARMACEUTICALS ADR (TEVA)	14,434.33	9,497.50
THOR INDUSTRIES INC (THO)	941.07	1,300.65
TIME WARNER INC NEW (TWX)	3,057.64	3,475.08
TJX COS INC NEW (TJX)	3,023.19	3,380.85
TOLL BROTHERS (TOL)	2,751.59	2,263.00
TRANSUNION (TRU)	665.34	649.53
TUPPERWARE BRANDS CORP (TUP)	2,682.13	2,473.14
TURK TELEKOMUNIKASYON AS ADR (TRKNY)	999.34	780.10
TURKCELL ILETISM HIZM AS NEW (TKC)	2,806.63	1,531.80
TYSON FOODS INC CL A (TSN)	2,117.17	1,788.72
ULTA SALON COS & FRAGR INC (ULTA)	3,084.87	3,059.28
UNILEVER PLC (NEW) ADS (UL)	13,758.91	12,861.20
UNITED RENTALS INC (URI)	2,131.28	3,589.72
UNITED THERAPEUTICS CORP (UTHR)	4,368.43	4,159.47
US ECOLOGY INC NEW (ECOL)	3,773.46	3,686.25
VALEO SPONSORED ADR (VLEEY)	14,746.45	17,846.40
VANTIV INC CL-A (VNTV)	1,875.70	2,027.08
VCA ANTECH INC (WOOF)	5,361.34	6,590.40
VECTREN CP (VVC)	4,201.34	5,319.30
VEEVA SYS INC CL A (VEEV)	3,097.61	3,174.60
VERIZON COMMUNICATIONS (VZ)	7,858.25	8,807.70
VINCI SA ADR (VCISY)	13,473.78	14,085.10
VISA INC CL A (V)	7,948.83	10,298.64
VODACOM GROUP LIMITED (VDMCY)	2,019.89	1,970.46
VULCAN MATERIALS CO (VMC)	5,285.69	7,759.30
VWR CORP COM (VWR)	312.38	300.36
WADDELL&REED FINCL INC CL A (WDR)	1,292.28	1,112.07
WASTE MGMT INC (DELA) (WM)	6,888.42	10,565.59
WATTS WTR TECH INC A (WTS)	1,539.14	1,825.60
WEICHAI PWR CO LTD UNSPON ADR (WEICY)	3,746.23	3,886.42
WELLCARE HEALTH PLANS INC. (WCG)	4,626.03	7,265.24
WESTERN UN CO (WU)	3,763.42	4,213.68
WOLSELEY PLC JERSEY SPNSRD ADR (WOSYY)	13,227.13	14,816.87
WOLTERS KLUWER NV SPON ADR (WTKWY)	10,521.13	11,724.90
WOLVERINE WORLD WIDE (WWW)	3,508.45	2,699.85
WOOLWORTHS HLDGS LTD (WLWHY)	2,863.41	2,037.76
WORKDAY INC CL A (WDAY)	3,785.60	3,106.23
WORLDPAY GROUP PLC ADR (WPYGY)	10,145.35	8,320.20
WYNDHAM WORLDWIDE CORP (WYN)	4,246.21	4,200.35
XEROX CORP (XRX)	9,701.02	6,853.05
YELP INC (YELP)	1,667.35	1,677.72
YPF SOCIEDAD ADS REP 1 CL-D SH (YPF)	5,439.56	3,712.50
ZIMMER BIOMET HLDGS INC COM (ZBH)	4,193.49	3,715.20

(continued)

Description	Cost	Current Value
ETFs & CEFs		
FIRST TRUST NORTH AMERICAN E (EMLP)	109,099.18	124,635.12
ISHARES MSCI EMERGING MKTS ETF (EEM)	11,633.31	11,203.20
ISHARES RUSSELL 2000 ETF (IWM)	27,307.94	28,588.20
ISHARES TIPS BOND ETF (TIP)	113,408.31	113,056.83
SPDR BARCLAYS CAPITAL 1-3 MONT (BIL)	44,944.25	44,923.10
SPDR TRUST SERIES 1 (SPY)	28,864.74	28,388.31
VANGUARD GROWTH ETF (VUG)	254,902.47	282,601.80
VANGUARD VALUE ETF INDEX (VTV)	268,029.09	304,886.78
Fixed Income Securities		
VISA INC	10,000.00	10,031.10
COCA-COLA CO	15,493.20	15,154.95
COMCAST CORP	5,115.05	5,104.55
COSTCO WHOLESALE CORP	22,249.80	20,184.60
JOHN DEERE CAPITAL CORP	15,185.85	15,014.85
JP MORGAN CHASE & CO	15,092.70	15,016.65
ORACLE CORP	14,988.30	14,657.85
WELLS FARGO CO	17,010.60	15,551.40
GOLDMAN SACHS GROUP INC	10,122.30	10,107.50
MERK & CO INC	14,932.65	15,009.45
UNITED HEALTH GROUP INC	10,289.00	10,150.50
ACCRUED INTEREST		1,173.52
Government Securities		
FED HOME LN MTG CORP	10,981.86	10,985.70
FED NATL MTG ASSN	12,131.04	12,005.64
FED HOME LN MTG CORP MED TERM NOTE	20,454.94	20,188.40
UNITED STATES TREASURY NOTE	10,016.83	10,004.00
UNITED STATES TREASURY NOTE	12,832.07	12,572.40
UNITED STATES TREASURY NOTE	16,139.42	16,093.12
UNITED STATES TREASURY NOTE	14,849.27	15,008.85
UNITED STATES TREASURY NOTE	15,967.04	15,639.30
UNITED STATES TREASURY NOTE	9,835.58	9,902.70
UNITED STATES TREASURY NOTE	16,328.97	15,961.50
UNITED STATES TREASURY NOTE	15,208.26	15,193.95
UNITED STATES TREASURY NOTE	15,554.94	15,503.85
UNITED STATES TREASURY NOTE	15,016.47	15,023.40
UNITED STATES TREASURY NOTE	24,678.84	24,425.52
UNITED STATES TREASURY NOTE	3,981.74	3,975.48
UNITED STATES TREASURY NOTE	19,616.48	18,394.60
ACCRUED INTEREST		1,194.22
Mutual Funds		
AB SEL US LG/SHT ADV (ASYLX)	-	-
AQR MANAGED FUTURES STRATEGY I (AQMIX)	222,130.93	193,655.59
COHEN & STEERS PREF SEC & INC I (CPXIX)	112,993.94	109,123.28
LOOMIS SAYLES BOND INST (LSBDX)	183,778.67	160,778.22
PIMCO COMMOD REAL RET STRATP	153,971.58	110,419.44
EQUITY SECURITIES COSTS AND MARKET VALUE	3,631,897.72	3,824,410.21

*Indicates party-in interest

Schedule C, Line 2(h)
Formula Description

Name of Plan:

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

Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2016 - 12/31/2016 Plan number:► 002

Summary of Potentially Eligible Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	PIMCO INSTITUTIONAL FUNDS PIMCO COMMOD REAL RET STRATP	95-2632339	-	Annual rate of $19.00 per position calculated quarterly (during CDSC period) or $16.00 per position calculated quarterly (after CDSC period ends).
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	COHEN&STEERS FUNDS COHEN & STEERS PREF SEC&INC I	14-1904657	-	Annual Rate of up to $21.00 per position calculated quarterly (during CDSC period) or $18.00 per position calculated quarterly (after CDSC period ends). Up to $3.00 per position is charged in the month a position is closed (applicable to non-advisory accounts only).
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	ALLIANCE BERNSTEIN FUNDS AB SEL US LG-SHT ADV	13-3191825	-	Annual rate of $19.00 per position calculated quarterly (during CDSC period) or $16.00 per position calculated quarterly (after CDSC period ends).
15, 64	Recordkeeping and information management (computing, tabulating, data processing, etc.), Recordkeeping fees	Administrative Service Fee(s)	PIMSO INSTITUTIONAL FUNDS PIMCO COMMOD REAL RET STRATP	95-2632339	-	Annual rate of $9.50 per position calculated quarterly.
33, 49, 55	Securities brokerage, Other services, Other commissions	BDP Income	Morgan Stanley Bank N.A.	36-3707380	-	Total revenue is equal to the annual per account servicing fee times the number of brokerage accounts. From January 1, 2016 to June 30, 2016 the annual per account servicing fee was $50. From July 1, 2016 to December 31, 2016 the annual per account servicing fee was $58. The revenue is then allocated to the individual banks based on the proportional number of bank subaccounts. Morgan Stanley does not receive any compensation from the MS Banks for BDP deposits held by "retirement" advisory accounts.

Summary of Other Reportable Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	ALLIANCE BERNSTEIN FUNDS AB SEL US LG-SHT ADV	13-3191825	-	Annual rate of up to 0.16% of the average quarter-end assets invested by eligible Morgan Stanley clients in equity and fixed income funds in 2016 (applicable to non-advisory accounts only).

Schedule C, Line 2(h)
Formula Description

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Summary of Potentially Eligible Indirect Compensation

DOL CODE(S)	DOL CODE DESCRIPTION(S)	FEE DESCRIPTION	SOURCE NAME	SOURCE EIN	AMOUNT ($)	METHODOLOGY/FORMULA
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	COHEN&STEERS FUNDS COHEN & STEERS PREF SEC&INC I	14-1904657	-	Annual rate of up to 0.16% of the average quarter-end assets invested by eligible Morgan Stanley clients in equity and fixed income funds in 2016 (applicable to non-advisory accounts only).
49, 99	Other services, Other fees	Revenue Sharing [Mutual Funds]	PIMCO INSTITUTIONAL FUNDS PIMCO COMMOD REAL RET STRATP	95-2632339	-	Annual rate of up to 0.16% of the average quarter-end assets invested by eligible Morgan Stanley clients in equity and fixed income funds in 2016 (applicable to non-advisory accounts only).

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

Name of Plan:

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

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For plan year (beginning/ending):► 01/01/2016 - 12/31/2016 Plan number:► 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
*	Guthrie & Huebner Company, Inc.	15,874,650 Shares of Common Stock	25,348,572	43,814,034
	MorganStanley SmithBarney	Cash Equivalents		81,976
	AAC TECHNOLOGIES HLDG INC (AACAY)	Equity Securities Common Stock	1,686	2,080
	ABBOTT LABORATORIES (ABT)	Equity Securities Common Stock	8,540	7,298
	ACCENTURE PLC IRELAND CL A	Equity Securities Common Stock	7,931	7,731
	ACI WORLDWIDE INC (ACIW)	Equity Securities Common Stock	1,585	1,307
	ACTELION LTD UNSPON ADR (ALIOY)	Equity Securities Common Stock	7,053	10,346
	ADIDAS AG (ADDYY)	Equity Securities Common Stock	5,158	5,106
	ADOBE SYSTEMS (ADBE)	Equity Securities Common Stock	4,255	5,971
	AKBANK TURK ANONIM SIRKETI ADR	Equity Securities Common Stock	2,450	1,744
	ALASKA AIR GROUP INCORPORATED (ALK)	Equity Securities Common Stock	1,238	1,686
	ALBEMARLE CORPORATION (ALB)	Equity Securities Common Stock	1,824	1,894
	ALEXION PHARM INC (ALXN)	Equity Securities Common Stock	6,133	4,527
	ALIBABA GROUP HLDG LTD (BABA)	Equity Securities Common Stock	8,972	9,483
	ALIGN TECHNOLOGY (ALGN)	Equity Securities Common Stock	1,043	1,057
	ALLERGAN PLC SHS (AGN)	Equity Securities Common Stock	3,633	3,150
	ALLISON TRANSMN HLDGS INC (ALSN)	Equity Securities Common Stock	4,772	5,660
	ALLSTATE CORP (ALL)	Equity Securities Common Stock	7,434	8,969
	ALLY FINANCIAL INC (ALLY)	Equity Securities Common Stock	1,385	1,255
	ALPHABET INC CL A (GOOGL)	Equity Securities Common Stock	4,679	7,132
	ALPHABET INC CL C (GOOG)	Equity Securities Common Stock	4,422	6,946
	ALTRA HLDGS INC (AIMC)	Equity Securities Common Stock	2,333	3,100
	AMAZON COM INC (AMZN)	Equity Securities Common Stock	9,962	17,997
	AMBEV S A SPONSORED ADR (ABEV)	Equity Securities Common Stock	4,259	3,408
	AMC NETWORKS INC CL A (AMCX)	Equity Securities Common Stock	669	471
	AMERICA MOVIL SA DE CV ADR L (AMX)	Equity Securities Common Stock	2,774	2,338
	AMERIPRISE FINCL INC (AMP)	Equity Securities Common Stock	4,336	4,438
	AMN HEALTHCARE SVCS INC (AMN)	Equity Securities Common Stock	2,048	2,269
	ANALOGIC CORPORATION (ALOG)	Equity Securities Common Stock	3,124	2,986
	ANHEUSER BUSCH INBEV SA SPON (BUD)	Equity Securities Common Stock	24,362	22,353
	AON PLC SHS CL-A (AON)	Equity Securities Common Stock	13,154	14,833
	APPLE INC (AAPL)	Equity Securities Common Stock	10,361	13,088
	APPLIED MATERIALS INC (AMAT)	Equity Securities Common Stock	2,862	4,001
	ARCHER DANIELS MIDLAND (ADM)	Equity Securities Common Stock	10,151	10,134
	ASHTEAD GROUP PLC ADR (ASHTY)	Equity Securities Common Stock	4,990	6,590
	ASSA ABLOY AB UNSP ADR (ASAZY)	Equity Securities Common Stock	15,269	15,586
	ASSOC BRITISH FDS PLC ADR-NEW (ASBFY)	Equity Securities Common Stock	8,350	5,919

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(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	AT&T INC (T)	Equity Securities Common Stock	7,816	9,654
	AUTOZONE INC (AZO)	Equity Securities Common Stock	3,207	3,159
	AVON PRODUCTS INC (AVP)	Equity Securities Common Stock	592	564
	BABCOCK & WILCOX ENTERPRIS INC (BW)	Equity Securities Common Stock	2,870	2,522
	BAIDU INC ADS (BIDU)	Equity Securities Common Stock	6,289	5,261
	BANCA MEDIOLANUM S P A ADR (BNCDY)	Equity Securities Common Stock	7,198	6,201
	BANCO DO BRASIL SA SPON ADR (BDORY)	Equity Securities Common Stock	4,684	4,401
	BANCO MACRO S.A. SPONS ADR (BMA)	Equity Securities Common Stock	2,552	3,861
	BANCORPSOUTH INC (BXS)	Equity Securities Common Stock	4,402	5,651
	BANK OF NEW YORK MELLON CORP (BK)	Equity Securities Common Stock	8,510	10,566
	BB & T CORP (BBT)	Equity Securities Common Stock	8,821	11,567
	BB SEGURIDADE PARTICIPACOES (BBSEY)	Equity Securities Common Stock	3,383	2,410
	BED BATH & BEYOND INC (BBBY)	Equity Securities Common Stock	4,086	2,926
	BHP BILLITON LTD (BHP)	Equity Securities Common Stock	17,046	16,638
	BIDVEST GROUP LTD SPONS ADR (BDVSY)	Equity Securities Common Stock	1,663	2,056
	BIOMARIN PHARMAC SE (BMRN)	Equity Securities Common Stock	3,691	3,562
	BOEING CO (BA)	Equity Securities Common Stock	3,799	5,760
	BORG WARNER INC (BWA)	Equity Securities Common Stock	5,588	3,747
	BRISTOL MYERS SQUIBB CO (BMY)	Equity Securities Common Stock	6,188	6,019
	BRITISH AMER TOB SPON ADR (BTI)	Equity Securities Common Stock	21,493	21,858
	BRUKER CORPORATION (BRKR)	Equity Securities Common Stock	396	339
	BRUNSWICK CORP (BC)	Equity Securities Common Stock	2,269	3,163
	BURLINGTON STORES INC (BURL)	Equity Securities Common Stock	1,301	1,441
	C R BARD INC NJ (BCR)	Equity Securities Common Stock	3,279	3,370
	CA INCORPORATED (CA)	Equity Securities Common Stock	13,334	13,598
	CALLON PETROLEUM COMPANY (CPE)	Equity Securities Common Stock	1,932	2,828
	CANADIAN NATL RAILWAY CO (CNI)	Equity Securities Common Stock	10,025	10,649
	CAP GEMINI SA ADR (CGEMY)	Equity Securities Common Stock	8,776	8,408
	CARDINAL HEALTH INC (CAH)	Equity Securities Common Stock	7,900	7,629
	CARLSBERG AS (CABGY)	Equity Securities Common Stock	11,694	11,288
	CELGENE CORP (CELG)	Equity Securities Common Stock	8,238	9,376
	CHARTER COMMUNICATIONS IN (CHTR)	Equity Securities Common Stock	2,732	2,879
	CHEVRON CORP (CVX)	Equity Securities Common Stock	8,908	10,358
	CHINA CONSTRUCTION BANK CORP (CICHY)	Equity Securities Common Stock	6,679	6,963
	CHINA MOBILE LTD (CHL)	Equity Securities Common Stock	5,637	4,981
	CHINA SHENHUA ENERGY LTD ADR (CSUAY)	Equity Securities Common Stock	2,448	1,921
	CIELO SA SPONSORED ADR NEW (CIOXY)	Equity Securities Common Stock	4,911	4,080

Schedule H, Line 4i
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	CIRCOR INTERNATIONAL INC (CIR)	Equity Securities Common Stock	1,936	2,336
	CISCO SYS INC (CSCO)	Equity Securities Common Stock	7,399	8,945
	CITIZENS FINANCIAL GROUP INC (CFG)	Equity Securities Common Stock	262	356
	CITRIX SYSTEMS INC (CTXS)	Equity Securities Common Stock	2,448	3,037
	CLICKS GROUP LTD SPONS ADR (CLCGY)	Equity Securities Common Stock	2,733	3,540
	CMS ENERGY CP (CMS)	Equity Securities Common Stock	4,624	5,452
	CNOOC LTD ADS (CEO)	Equity Securities Common Stock	2,332	1,983
	COGNEX CORP (CGNX)	Equity Securities Common Stock	1,745	2,036
	COLUMBIA SPORTSWEAR CO (COLM)	Equity Securities Common Stock	2,578	2,740
	COMMERCIAL INTL BNK LTD SP ADR (CIBEY)	Equity Securities Common Stock	2,599	1,931
	COMMSCOPE HOLDING COMPANY INC (COMM)	Equity Securities Common Stock	3,341	3,832
	COMPAGNIE FIN RICHEMONTAG ADR (CFRUY)	Equity Securities Common Stock	6,779	5,766
	COMPASS GROUP PLC (CMPGY)	Equity Securities Common Stock	12,962	13,879
	CONCHO RES INC (CXO)	Equity Securities Common Stock	3,009	3,580
	CONOCOPHILLIPS (COP)	Equity Securities Common Stock	10,253	10,379
	CONSTELLATION BRANDS INC CL A (STZ)	Equity Securities Common Stock	1,774	1,840
	CONTL AG SPONS ADR (CTTAY)	Equity Securities Common Stock	9,022	8,085
	COPART INC (CPRT)	Equity Securities Common Stock	2,927	4,267
	CORELOGIC INC (CLGX)	Equity Securities Common Stock	3,499	3,388
	COSTCO WHOLESALE CORP NEW (COST)	Equity Securities Common Stock	3,707	4,483
	CROWN HLDGS INC (HOLDING CO) (CCK)	Equity Securities Common Stock	1,610	1,630
	CVB FINCL CP (CVBF)	Equity Securities Common Stock	2,530	3,531
	CVS HEALTH CORP COM (CVS)	Equity Securities Common Stock	5,093	6,313
	D R HORTON INC (DHI)	Equity Securities Common Stock	1,896	1,776
	DAIWA HOUSE IND LTD ADR (DWAHY)	Equity Securities Common Stock	16,052	19,684
	DCT INDUSTRIAL TRUST INC (DCT)	Equity Securities Common Stock	4,432	6,320
	DILLARDS INC CL A (DDS)	Equity Securities Common Stock	601	313
	DISCOVERY COMMUNICATIONS SER A (DISCA)	Equity Securities Common Stock	3,121	3,234
	DOLLAR TREE INC (DLTR)	Equity Securities Common Stock	317	309
	DONNELLEY R R & SONS CO (RRD)	Equity Securities Common Stock	1,724	1,306
	DR PEPPER SNAPPLE GROUP INC (DPS)	Equity Securities Common Stock	3,250	3,355
	DU PONT EI DE NEMOURS & CO (DD)	Equity Securities Common Stock	8,714	10,643
	DUN & BRADSTREET CP NEW (DNB)	Equity Securities Common Stock	2,764	2,548
	EASTGROUP PROPERTIES INC (EGP)	Equity Securities Common Stock	3,077	3,692
	EDISON INTERNATIONAL (EIX)	Equity Securities Common Stock	7,306	9,143
	ELECTRONIC ARTS INC (EA)	Equity Securities Common Stock	622	709
	EMCOR GROUP INC (EME)	Equity Securities Common Stock	2,503	3,750

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	ENTEGRIS INC (ENTG)	Equity Securities Common Stock	3,197	4,081
	EOG RESOURCES INC (EOG)	Equity Securities Common Stock	1,275	1,213
	EQT CORPORATION COM NEW (EQT)	Equity Securities Common Stock	3,821	3,597
	ESCO TECHNOLOGIES (ESE)	Equity Securities Common Stock	2,125	3,116
	EXPEDIA INC NEW (EXPE)	Equity Securities Common Stock	947	906
	EXPRESS SCRIPTS HLDG CO COM (ESRX)	Equity Securities Common Stock	9,702	7,911
	FACEBOOK INC CL-A (FB)	Equity Securities Common Stock	7,779	11,735
	FANUC CORPORATION UNSP ADR (FANUY)	Equity Securities Common Stock	7,553	7,826
	FCB FINL HLDGS INC CL A (FCB)	Equity Securities Common Stock	2,928	3,053
	FEDEX CORP (FDX)	Equity Securities Common Stock	4,024	4,283
	FINISH LINE INC CL A (FINL)	Equity Securities Common Stock	2,125	1,731
	FIRST REPUBLIC BANK (FRC)	Equity Securities Common Stock	5,197	8,200
	FISERV INC WISCONSIN (FISV)	Equity Securities Common Stock	1,957	2,551
	FLEETCOR TECHNOLOGIES (FLT)	Equity Securities Common Stock	3,267	3,396
	FOOT LOCKER INC (FL)	Equity Securities Common Stock	3,486	3,686
	FORTUNE BRANDS HOME & SEC INC (FBHS)	Equity Securities Common Stock	328	321
	FORUM ENERGY TECHNOLOGIES (FET)	Equity Securities Common Stock	2,389	2,816
	FOX FACTORY HOLDING CORP (FOXF)	Equity Securities Common Stock	2,524	3,164
	FRESENIUS SE & CO SPN ADR (FSNUY)	Equity Securities Common Stock	9,041	11,863
	FULLER H B & COMPANY (FUL)	Equity Securities Common Stock	2,661	2,754
	GEA GROUP AG SPON ADR (GEAGY)	Equity Securities Common Stock	6,331	5,634
	GNC HOLDINGS, INC COM CL A (GNC)	Equity Securities Common Stock	2,492	850
	GOLDMAN SACHS GRP INC (GS)	Equity Securities Common Stock	4,614	6,226
	GOODYEAR TIRE & RUBBER (GT)	Equity Securities Common Stock	2,488	2,747
	H & R BLOCK INC (HRB)	Equity Securities Common Stock	2,300	2,575
	HALLIBURTON CO (HAL)	Equity Securities Common Stock	12,064	13,793
	HANOVER INSURANCE GROUP INC (THG)	Equity Securities Common Stock	3,975	4,915
	HARLEY DAVIDSON INC (HOG)	Equity Securities Common Stock	292	292
	HASBRO INC (HAS)	Equity Securities Common Stock	4,026	4,745
	HCA HOLDINGS INC (HCA)	Equity Securities Common Stock	1,595	1,702
	HD SUPPLY HOLDINGS (HDS)	Equity Securities Common Stock	2,524	3,188
	HELMERICH & PAYNE (HP)	Equity Securities Common Stock	2,861	2,941
	HILLENBRAND INC (HI)	Equity Securities Common Stock	1,362	1,726
	HILLROM HOLDINGS (HRC)	Equity Securities Common Stock	990	1,011
	HOME DEPOT INC (HD)	Equity Securities Common Stock	2,654	2,816
	HORACE MANN EDUCATORS CP (HMN)	Equity Securities Common Stock	3,020	3,595
	HUNTSMAN CORP	Equity Securities Common Stock	1,003	1,927

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	IBERIA BK CORP (IBKC)	Equity Securities Common Stock	2,866	4,188
	ICU MEDICAL INC (ICUI)	Equity Securities Common Stock	3,008	4,715
	IDEXX LABS (IDXX)	Equity Securities Common Stock	2,808	3,166
	ILLUMINA INC (ILMN)	Equity Securities Common Stock	1,836	1,280
	IMPERIAL HLDGS LTD ADR (IHLDY)	Equity Securities Common Stock	3,064	2,884
	INC RESH HLDGS INC CLA A (INCR)	Equity Securities Common Stock	3,066	4,050
	INDEPENDENT BK MASS	Equity Securities Common Stock	2,641	4,157
	INFORMA PLC (IFJPY)	Equity Securities Common Stock	11,006	10,130
	INGEVITY CORP (NGVT)	Equity Securities Common Stock	2,320	3,182
	INGREDION INC COM (INGR)	Equity Securities Common Stock	1,705	1,749
	INTEL CORP (INTC)	Equity Securities Common Stock	8,243	8,922
	J&J SNACK FOODS (JJSF)	Equity Securities Common Stock	2,269	2,802
	JACOBS ENGINEERING GROUP INC (JEC)	Equity Securities Common Stock	3,499	4,218
	JAPAN TOB INC (JAPAY)	Equity Securities Common Stock	10,571	9,164
	JETBLUE AIRWAYS CORP (JBLU)	Equity Securities Common Stock	754	740
	JOHNSON & JOHNSON (JNJ)	Equity Securities Common Stock	5,796	8,641
	JPMORGAN CHASE & CO (JPM)	Equity Securities Common Stock	2,925	3,106
	KASIKORNBANK PUB CO LTD UNSPON (KPCPY)	Equity Securities Common Stock	1,972	1,655
	KB FINANCIAL GRP INC SONS ADR (KB)	Equity Securities Common Stock	4,442	4,482
	KBC GROUP NV UNSPONS ADR (KBCSY)	Equity Securities Common Stock	5,031	5,330
	KDDI CORP UNSPON ADR (KDDIY)	Equity Securities Common Stock	10,616	9,943
	KEYCORP NEW (KEY)	Equity Securities Common Stock	3,899	4,878
	KIMBERLY CLARK SPON ADR (KCDMY)	Equity Securities Common Stock	2,969	2,143
	KLA TENCOR CORP (KLAC)	Equity Securities Common Stock	2,025	2,046
	KNOLL INC (KNL)	Equity Securities Common Stock	2,879	3,463
	KOC HLDG AS UNSPON ADR (KHOLY)	Equity Securities Common Stock	3,383	2,758
	KOHLS CORPORATION WISC (KSS)	Equity Securities Common Stock	985	839
	KOMATSU LTD SPON ADR NEW (KMTUY)	Equity Securities Common Stock	7,062	7,938
	KRAFT HEINZ CO (KHC)	Equity Securities Common Stock	6,002	8,732
	LA Z BOY INCORPORATED (LZB)	Equity Securities Common Stock	2,906	3,260
	LABORATORY CP AMER HLDGS NEW (LH)	Equity Securities Common Stock	3,930	3,851
	LAM RESEARCH CORPORATION (LRCX)	Equity Securities Common Stock	3,521	3,595
	LANCASTER COLONY CRP (LANC)	Equity Securities Common Stock	1,263	1,838
	LEAR CORP (LEA)	Equity Securities Common Stock	3,010	3,706
	LIFE HEALTHCARE GRP HLDGS LTD (LTGHY)	Equity Securities Common Stock	1,877	1,711
	LINCOLN NTL CORP IND (LNC)	Equity Securities Common Stock	5,146	6,561
	LITHIA MOTORS INC A (LAD)	Equity Securities Common Stock	2,245	2,130

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

Name of Plan:

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Employer Identification Number:► 20-0152733

For plan year (beginning/ending):► 01/01/2016 - 12/31/2016 Plan number:► 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	LITTELFUSE INC (LFUS)	Equity Securities Common Stock	3,674	5,767
	LOCALIZA RENT A CAR SA SPON (LZRFY)	Equity Securities Common Stock	3,787	3,280
	LOWES COMPANIES INC (LOW)	Equity Securities Common Stock	5,360	7,325
	M K S INSTRUMENTS (MKSI)	Equity Securities Common Stock	3,545	6,059
	M&T BANK CORP (MTB)	Equity Securities Common Stock	2,751	3,441
	M/A-COM TECHNOLOGY (MTSI)	Equity Securities Common Stock	3,244	4,211
	MAKITA CORPORATION LTD ADR NEW (MKTAY)	Equity Securities Common Stock	12,542	14,653
	MARATHON OIL CO (MRO)	Equity Securities Common Stock	6,356	10,126
	MARKETAXESS HOLDINGS INC (MKTX)	Equity Securities Common Stock	1,540	1,469
	MARRIOTT INTL INC NEW CL A (MAR)	Equity Securities Common Stock	5,100	6,036
	MARSH & MCLENNAN COS INC (MMC)	Equity Securities Common Stock	7,082	9,192
	MASTERCARD INC CL A (MA)	Equity Securities Common Stock	7,035	8,983
	MATADOR RES CO (MTDR)	Equity Securities Common Stock	3,079	2,937
	MENTOR GRAPHICS (MENT)	Equity Securities Common Stock	1,169	1,734
	MERCK & CO INC NEW COM (MRK)	Equity Securities Common Stock	6,404	8,418
	METHODE ELEC INC (MEI)	Equity Securities Common Stock	2,180	2,357
	MGE ENERGY INC (MGEE)	Equity Securities Common Stock	1,234	1,959
	MICHAEL KORS HOLDINGS LTD (KORS)	Equity Securities Common Stock	1,132	1,032
	MICROCHIP TECHNOLOGY INC (MCHP)	Equity Securities Common Stock	325	321
	MICRON TECH INC (MU)	Equity Securities Common Stock	4,395	6,576
	MICROSOFT CORP (MSFT)	Equity Securities Common Stock	8,703	9,694
	MID AMER APART COMM INC (MAA)	Equity Securities Common Stock	4,973	4,504
	MINERALS TECHNOLOGY INC (MTX)	Equity Securities Common Stock	3,182	3,631
	MOBILE TELESYSTEMS OJSC (MBT)	Equity Securities Common Stock	4,725	3,507
	MOBILEYE N.V. (MBLY)	Equity Securities Common Stock	1,506	1,296
	MOHAWK INDUSTRIES INC (MHK)	Equity Securities Common Stock	1,902	1,997
	MONDELEZ INTL INC COM (MDLZ)	Equity Securities Common Stock	6,647	8,245
	MONSTER BEVERAGE CORP NEW COM (MNST)	Equity Securities Common Stock	3,789	3,725
	MOTOROLA SOLUTIONS INC (MSI)	Equity Securities Common Stock	2,088	2,404
	MSA SAFETY INC (MSA)	Equity Securities Common Stock	3,063	4,229
	MSG NETWORK INC CL A (MSGN)	Equity Securities Common Stock	3,488	3,827
	MUELLER WATER PROD INC SER A (MWA)	Equity Securities Common Stock	2,094	2,529
	NATL FUEL GAS CO (NFG)	Equity Securities Common Stock	4,531	4,135
	NCR CORPORATION (NCR)	Equity Securities Common Stock	2,024	2,636
	NEDBANK GRP LTD SPON ADR (NDBKY)	Equity Securities Common Stock	2,635	2,545
	NETEASE.COM INC ADS (NTES)	Equity Securities Common Stock	3,348	6,030
	NETFLIX INC (NFLX)	Equity Securities Common Stock	4,219	6,190

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	NETSCOUT SYSTEMS INC (NTCT)	Equity Securities Common Stock	2,330	2,300
	NIKE INC B (NKE)	Equity Securities Common Stock	2,021	2,033
	NORDSTROM INC (JWN)	Equity Securities Common Stock	1,328	1,678
	NORTHROP GRUMMAN CP(HLDG CO) (NOC)	Equity Securities Common Stock	5,487	10,001
	NOVARTIS AG ADR (NVS)	Equity Securities Common Stock	28,496	25,494
	NU SKIN ENTERPRISE INC A (NUS)	Equity Securities Common Stock	564	478
	NVIDIA CORPORATION (NVDA)	Equity Securities Common Stock	5,849	13,129
	NXP SEMICONDUCTORS NV (NXPI)	Equity Securities Common Stock	1,764	2,058
	O'REILLY AUTOMOTIVE INC NEW (ORLY)	Equity Securities Common Stock	5,440	6,403
	OCCIDENTAL PETROLEUM CORP DE (OXY)	Equity Securities Common Stock	9,804	8,120
	OCWEN FINANCIAL CORP NEW (OCN)	Equity Securities Common Stock	1,056	695
	ONE GAS INC (OGS)	Equity Securities Common Stock	1,271	1,791
	P H GLATFELTER	Equity Securities Common Stock	3,060	2,938
	PACKAGING CORP AMER (PKG)	Equity Securities Common Stock	3,305	3,393
	PALO ALTO NETWORKS INC (PANW)	Equity Securities Common Stock	3,736	3,126
	PARKER HANNIFIN CORP (PH)	Equity Securities Common Stock	2,707	2,660
	PEBBLEBROOK HOTEL TR COM (PEB)	Equity Securities Common Stock	4,954	3,749
	PFIZER INC (PFE)	Equity Securities Common Stock	5,830	8,185
	PHYSICIANS REALTY TRUST (DOC)	Equity Securities Common Stock	2,837	3,185
	PIONEER NATURAL RESOURCES CO (PXD)	Equity Securities Common Stock	4,774	5,942
	PITNEY BOWES INC (PBI)	Equity Securities Common Stock	1,816	1,246
	PJSC GAZPROM SPON ADR (OGZPY)	Equity Securities Common Stock	2,188	1,970
	PJSC LUKOIL SPONSORED ADR (LUKOY)	Equity Securities Common Stock	3,706	4,714
	PLDT INC ADR (PHI)	Equity Securities Common Stock	3,803	1,736
	PORTLAND GENERAL ELEC CO (POR)	Equity Securities Common Stock	1,675	1,993
	PPC LTD SPD ADR (PPCLY)	Equity Securities Common Stock	1,000	283
	PRICELINE.COM INC NEW (PCLN)	Equity Securities Common Stock	4,986	5,864
	PRUDENTIAL PLC ADR (PUK)	Equity Securities Common Stock	24,719	23,675
	PT ASTRA INTERNATIONAL TBK ADR (PTAIY)	Equity Securities Common Stock	4,259	4,636
	PT BK MANDIRI PERSERO TBK UNSP (PPERY)	Equity Securities Common Stock	3,885	4,230
	PT SEMEN GRESIK PERSERO ADR (PSGTY)	Equity Securities Common Stock	2,111	1,695
	PT TELEKOMUNIKASI INDONESIA (TLK)	Equity Securities Common Stock	3,629	4,666
	PTC INC COM (PTC)	Equity Securities Common Stock	5,693	7,079
	PUBLIC SERVICE ENTERPRISE GP (PEG)	Equity Securities Common Stock	5,236	5,090
	QTS RLTY TR INC COM CL A (QTS)	Equity Securities Common Stock	2,389	2,731
	QUALCOMM INC (QCOM)	Equity Securities Common Stock	6,433	7,107
	QUANEX BUILDING PRODUCTS CORP (NX)	Equity Securities Common Stock	2,447	2,761

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	QUEST DIAGNOSTICS INC (DGX)	Equity Securities Common Stock	6,270	9,190
	RAYTHEON CO (NEW) (RTN)	Equity Securities Common Stock	6,741	10,082
	RED ELECTRICA CORPORACION SA (RDEIY)	Equity Securities Common Stock	10,270	9,041
	RED HAT INC (RHT)	Equity Securities Common Stock	3,529	3,555
	REGENERON PHARM (REGN)	Equity Securities Common Stock	5,293	4,038
	RELZ PLC SPONSORED ADR (RELX)	Equity Securities Common Stock	11,411	11,465
	RETAIL PPTYS AMER CL-A (RPAI)	Equity Securities Common Stock	4,729	4,752
	ROCKWELL AUTOMATION INC (ROK)	Equity Securities Common Stock	3,700	4,435
	ROCKWELL COLLINS INC (COL)	Equity Securities Common Stock	3,948	3,803
	ROYAL DUTCH SHELL PLC (RDS'A)	Equity Securities Common Stock	14,836	14,465
	ROYAL KPN NV SPONS ADR (KKPNY)	Equity Securities Common Stock	6,680	5,574
	RYANAIR HLDGS PLC ADR (RYAAY)	Equity Securities Common Stock	8,700	9,825
	RYOHIN KEIKAKU CO LTD ADR (RYKKY)	Equity Securities Common Stock	12,821	13,702
	S&P GLOBAL INC COM (SPGI)	Equity Securities Common Stock	2,288	2,473
	SALESFORCE.COM,INC. (CRM)	Equity Securities Common Stock	5,231	5,956
	SALLY BEAUTY HLDGS INC	Equity Securities Common Stock	5,846	5,284
	SAMPO OYJ UNSPON ADR (SAXPY)	Equity Securities Common Stock	18,866	17,979
	SANLAM LTD ADR (SLLDY)	Equity Securities Common Stock	2,665	2,342
	SAP AG (SAP)	Equity Securities Common Stock	17,042	17,027
	SBERBANK RUSSIA SPONSORED ADR (SBRCY)	Equity Securities Common Stock	4,030	6,369
	SCRIPPS E.W. COMPANY CL A NEW (SSP)	Equity Securities Common Stock	2,337	2,126
	SEVEN & I HLDGS CO LTD ADR (SVNDY)	Equity Securities Common Stock	11,521	10,144
	SHINHAN FINANCIAL GROUP CO LTD (SHG)	Equity Securities Common Stock	4,469	3,839
	SHIRE PLC ADR (SHPG)	Equity Securities Common Stock	26,990	23,342
	SHOPRITE HLDGS LTD SPONSORED A (SRGHY)	Equity Securities Common Stock	2,192	2,041
	SIGNET JEWELERS LIMITED (SIG)	Equity Securities Common Stock	10,792	9,237
	SANP-ON INC (SNA)	Equity Securities Common Stock	2,563	2,912
	SOFTBANK CORP UNSPONS ADR (SFTBY)	Equity Securities Common Stock	11,851	12,717
	SONY CORP ADR 1974 NEW (SNE)	Equity Securities Common Stock	8,570	8,773
	SPIRIT AEROSYSTEMS HLD CLA A (SPR)	Equity Securities Common Stock	3,367	3,968
	SPLUNK INC (SPLK)	Equity Securities Common Stock	3,255	2,813
	STANDARD BANK GROUP LTD SPON (SGBLY)	Equity Securities Common Stock	2,964	2,995
	STANDEX INTERNATIONAL CORP (SXI)	Equity Securities Common Stock	2,643	2,811
	STARBUCKS CORP WASHINGTON (SBUX)	Equity Securities Common Stock	4,782	5,552
	STATOIL ASA ADR (STO)	Equity Securities Common Stock	8,367	9,084
	SUMITOMO MITSUI FINL GROUP INC (SMFG)	Equity Securities Common Stock	16,376	16,732
	SUNCOR ENERGY INC (SU)	Equity Securities Common Stock	10,593	11,278

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	SWEDBANK AB SPONS ADR (SWDBY)	Equity Securities Common Stock	10,870	11,037
	SYNCHRONY FINANCIAL (SYF)	Equity Securities Common Stock	3,039	3,990
	TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	Equity Securities Common Stock	5,042	6,440
	TELENOR ASA ADS (TELNY)	Equity Securities Common Stock	12,445	9,396
	TEMPUR-PEDIC INTL INC (TPX)	Equity Securities Common Stock	610	615
	TESLA MOTORS INC (TSLA)	Equity Securities Common Stock	3,351	2,992
	TEVA PHARMACEUTICALS ADR (TEVA)	Equity Securities Common Stock	14,434	9,498
	THOR INDUSTRIES INC (THO)	Equity Securities Common Stock	941	1,301
	TIME WARNER INC NEW (TWX)	Equity Securities Common Stock	3,058	3,475
	TJX COS INC NEW (TJX)	Equity Securities Common Stock	3,023	3,381
	TOLL BROTHERS (TOL)	Equity Securities Common Stock	2,752	2,263
	TRANSUNION (TRU)	Equity Securities Common Stock	665	650
	TUPPERWARE BRANDS CORP (TUP)	Equity Securities Common Stock	2,682	2,473
	TURK TELEKOMUNIKASYON AS ADR (TRKNY)	Equity Securities Common Stock	999	780
	TURKCELL ILETISM HIZM AS NEW (TKC)	Equity Securities Common Stock	2,807	1,532
	TYSON FOODS INC CL A (TSN)	Equity Securities Common Stock	2,117	1,789
	ULTA SALON COS & FRAGR INC (ULTA)	Equity Securities Common Stock	3,085	3,059
	UNILEVER PLC (NEW) ADS (UL)	Equity Securities Common Stock	13,759	12,861
	UNITED RENTALS INC (URI)	Equity Securities Common Stock	2,131	3,590
	UNITED THERAPEUTICS CORP (UTHR)	Equity Securities Common Stock	4,368	4,159
	US ECOLOGY INC NEW (ECOL)	Equity Securities Common Stock	3,773	3,686
	VALEO SPONSORED ADR (VLEEY)	Equity Securities Common Stock	14,746	17,846
	VANTIV INC CL-A (VNTV)	Equity Securities Common Stock	1,876	2,027
	VCA ANTECH INC (WOOF)	Equity Securities Common Stock	5,361	6,590
	VECTREN CP (VVC)	Equity Securities Common Stock	4,201	5,319
	VEEVA SYS INC CL A (VEEV)	Equity Securities Common Stock	3,098	3,175
	VERIZON COMMUNICATIONS (VZ)	Equity Securities Common Stock	7,858	8,808
	VINCI SA ADR (VCISY)	Equity Securities Common Stock	13,474	14,085
	VISA INC CL A (V)	Equity Securities Common Stock	7,949	10,299
	VODACOM GROUP LIMITED (VDMCY)	Equity Securities Common Stock	2,020	1,970
	VULCAN MATERIALS CO (VMC)	Equity Securities Common Stock	5,286	7,759
	VWR CORP COM (VWR)	Equity Securities Common Stock	312	300
	WADDELL&REED FINCL LINC CL A (WDR)	Equity Securities Common Stock	1,292	1,112
	WASTE MGMT INC (DELA) (WM)	Equity Securities Common Stock	6,888	10,566
	WATTS WTR TECH INC A (WTS)	Equity Securities Common Stock	1,539	1,826
	WEICHAI PWR CO LTD UNSPON ADR (WEICY)	Equity Securities Common Stock	3,746	3,886
	WELLCARE HEALTH PLANS INC. (WCG)	Equity Securities Common Stock	4,626	7,265

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	WESTERN UN CO (WU)	Equity Securities Common Stock	3,763	4,214
	WOLSELEY PLC JERSEY SPNSRD ADR (WOSYY)	Equity Securities Common Stock	13,227	14,817
	WOLTERS KLUWER NV SPON ADR (WTKWY)	Equity Securities Common Stock	10,521	11,725
	WOLVERINE WORLD WIDE (WWW)	Equity Securities Common Stock	3,508	2,700
	WOOLWORTHS HLDGS LTD (WLWHY)	Equity Securities Common Stock	2,863	2,038
	WORKDAY INC CL A (WDAY)	Equity Securities Common Stock	3,786	3,106
	WORLDPAY GROUP PLC ADR (WPYGY)	Equity Securities Common Stock	10,145	8,320
	WYNDHAM WORLDWIDE CORP (WYN)	Equity Securities Common Stock	4,246	4,200
	XEROX CORP (XRX)	Equity Securities Common Stock	9,701	6,853
	YELP INC (YELP)	Equity Securities Common Stock	1,667	1,678
	YPF SOCIEDAD ADS REP 1 CL-D SH (YPF)	Equity Securities Common Stock	5,440	3,713
	ZIMMER BIOMET HLDGS INC COM (ZBH)	Equity Securities Common Stock	4,193	3,715
	FIRST TRUST NORTH AMERICA E (EMLP)	ETFs & CEFs	109,099	124,635
	ISHARES MSCI EMERGING MKTS ETF (EEM)	ETFs & CEFs	11,634	11,203
	ISHARES RUSSELL 2000 ETF	ETFs & CEFs	27,308	28,588
	ISHARES TIPS BOND ETF (TIP)	ETFs & CEFs	113,408	113,057
	SPDR BARCLAYS CAPITAL 1-3 MONT (BIL)	ETFs & CEFs	44,944	44,923
	SPDR S&P 500 ETF TRUST (SPY)	ETFs & CEFs	28,865	28,388
	VANGUARD GROWTH ETF (VUG)	ETFs & CEFs	254,902	282,602
	VANGUARD VALUE ETF INDEX (VTV)	ETFs & CEFs	268,029	304,887
	COSTCO WHOLESALE CORP	Fixed Income Securities	22,250	20,185
	JOHN DEERE CAPITAL CORP	Fixed Income Securities	15,186	15,015
	WELLS FARGO CO	Fixed Income Securities	17,011	15,551
	JP MORGAN CHASE & CO	Fixed Income Securities	15,093	15,017
	GOLDMAN SACHS GROUP INC	Fixed Income Securities	10,122	10,108
	MERK & CO INC	Fixed Income Securities	14,933	15,009
	UNITEDHEALTH GROUP INC	Fixed Income Securities	10,289	10,151
	THE COCA COLA CO	Fixed Income Securities	15,493	15,155
	VISA INC	Fixed Income Securities	10,000	10,031
	ORACLE CORP	Fixed Income Securities	14,988	14,658
	COMCAST CORP	Fixed Income Securities	5,115	5,105
	ACCRUED INTEREST TOTAL	Fixed Income Securities		1,174
	UNITED STATES TREASURY NOTE	Government Securities	10,017	10,004
	UNITED STATES TREASURY NOTE	Government Securities	12,832	12,572
	UNITED STATES TREASURY NOTE	Government Securities	16,139	16,093
	UNITED STATES TREASURY NOTE	Government Securities	14,849	15,009
	UNITED STATES TREASURY NOTE	Government Securities	15,967	15,639

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	UNITED STATES TREASURY NOTE	Government Securities	9,836	9,903
	UNITED STATES TREASURY NOTE	Government Securities	16,329	15,962
	UNITED STATES TREASURY NOTE	Government Securities	15,208	15,194
	UNITED STATES TREASURY NOTE	Government Securities	15,555	15,504
	UNITED STATES TREASURY NOTE	Government Securities	15,016	15,023
	UNITED STATES TREASURY NOTE	Government Securities	24,679	24,426
	UNITED STATES TREASURY NOTE	Government Securities	3,982	3,975
	UNITED STATES TREASURY NOTE	Government Securities	19,616	18,395
	FED NATL MTG ASSN	Government Securities	12,131	12,006
	FED HOME LN MTG CORP	Government Securities	10,982	10,986
	FED HOME LN MTG CORP MED TERM NOTE	Government Securities	20,455	20,188
	ACCRUED INTEREST TOTAL	Government Securities		1,194
	AQR MANAGED FUTURES STRATEGY 1 (AQMIX)	Mutual Funds	222,131	193,656
	COHEN & STEERS PREF SEC&INC I (CPXIX)	Mutual Funds	112,994	109,123
	LOOMIS SAYLES BOND INST (LSBDX)	Mutual Funds	183,779	160,778
	PIMCO COMMOD REAL RET STRATP	Mutual Funds	153,972	110,419