

16004393

# **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION **WASHINGTON, DC 20549**

**FORM 11-K** 

SEC Mail Processing Section JUN 23 2016

| (Mar        | k One): Washington D  |
|-------------|---|
| $\boxtimes$ | ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934                                |
|             | For the fiscal year ended December 31, 2015   |
|             | OR  |
|             | TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934                            |
|             | For the transition period fromto  |
|             | Commission file number: 000-55084   |
| A.          | Full title of the plan and the address of the plan, if different from that of the issuer named below:         |
|             | Prudential Savings Bank<br>Employees' Savings & Profit Sharing Plan and Trust                                 |
| В.          | Name of issuer of the securities held pursuant to the plan and the address of its principal executive office: |

Prudential Bancorp, Inc. 1834 West Oregon Avenue Philadelphia, Pennsylvania 19145

# **REQUIRED INFORMATION**

Financial Statements. The following financial statements and schedules prepared in accordance with the financial reporting requirements of ERISA are filed as part of this annual report for the Prudential Savings Bank Employees' Savings & Profit Sharing Plan and Trust (the "Plan") and appear immediately after the signature page hereof:

Form 5500 Annual Return/Report of Employee Benefit Plan for the Prudential Savings Bank Employees' Savings & Profit Sharing Plan and Trust for the year ended December 31, 2015.

### **SIGNATURES**

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the administrator for the Plan has duly caused this annual report to be signed by the undersigned hereunto duly authorized.

> PRUDENTIAL SAVINGS BANK **EMPLOYEES' SAVINGS &** PROFIT SHARING PLAN AND TRUST

June 23, 2016

By:

ack E. Rothkopf, on behalf of Prudential Savings Bank as the Plan Administrator

### Form 5500

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110 1210-0089

2015

|               |   |                               |   | Inspection                             |
|---------------|---|-------------------------------|---|--|
| Part I        | Annual Report Identification Information  |                               |   |  |
| For cale      |   | /01/2015                      |   | 31 <b>/</b> 2015                       |
| A This        | return/report is for: a multiemployer plan;   |                               | ployer plan (Filers checking th                                   |  |
|               | a single-employer plan;   | participating a DFE (speci    |   | dance with the form instructions); or  |
| R This        | H .   | the final retur               | - /   |  |
| <b>D</b> Inis |   |                               | , ,   |  |
| C 15.11       | an amended return/report;   | 1000                          | year return/report (less than 12                                  | · ·                                    |
| C If the      | plan is a collectively-bargained plan, check here   |                               |   | ∐                                      |
| D Chec        | k box if filing under: Form 5558;   | automatic exte                | ension;   | the DFVC program;                      |
|               | special extension (enter desc   | ription)                      |   | _                                      |
| Part          | II Basic Plan Information—enter all requested i   | information                   |   |  |
|               | ne of plan  |                               |   | 1b Three-digit plan                    |
| PRI           | JDENTIAL SAVINGS BANK EMPLOYEES' SAV<br>JST   | VINGS & PROFIT S              | SHARING PLAN AND  | number (F14) F                         |
| 1.177         | 551   |                               |   | 1c Effective date of plan              |
| 2a Plar       | sponsor's name (employer, if for a single-employer plan)  |                               |   | 2b Employer Identification             |
| Mail          | ing address (include room, apt., suite no. and street, or P.O or town, state or province, country, and ZIP or foreign posta | Box)                          |   | Number (EIN)                           |
|               | DENTIAL SAVINGS BANK  | ai code (if foreigh, see inst | ructions)   | 23-1107072                             |
|               | Dilling Street  |                               |   | 2c Plan Sponsor's telephone number     |
|               |   |                               |   | 215-755-1500                           |
| 183           | 4 W. OREGON AVENUE  |                               |   | 2d Business code (see                  |
|               |   |                               |   | instructions)<br>522120                |
| PHI           | LADELPHIA PA 19145-3793   |                               |   | 322120                                 |
|               |   |                               |   |  |
| C             | A   |                               |   |  |
|               | A penalty for the late or incomplete filing of this return enalties of perjury and other penalties set forth in the instruc |                               |   |  |
| statemer      | its and attachments, as well as the electronic version of this  | return/report, and to the t   | examined this return/report, in<br>pest of my knowledge and beli- | ef, it is true, correct, and complete. |
|               | 1/- 3/-1  |                               |   |  |
| SIGN          | Mayor Wilso   | 06/21/2016                    | Regina Wilson   |  |
| HERE          | Signature of plan administrator   | Date                          | Enter name of individual sig                                      | nning as plan administrator            |
|               | 7)  |                               |   | The grade plant deliminated            |
| SIGN          |   |                               |   |  |
| HERE          | Signature of employer/plan sponsor  | Date                          | Enter name of individual sic                                      | ning as employer or plan sponsor       |
|               |   |                               |   | rang as employer or plan sponsor       |
| SIGN          |   |                               |   |  |
| HERE          | Signature of DFE  | Date                          | Enter name of individual sig                                      | uning as DEE                           |
| Preparer'     | s name (including firm name, if applicable) and address (inc  |                               | er) Pre   | parer's telephone number               |
|               |   |                               |   |  |
|               |   |                               |   |  |
|               |   |                               |   |  |
|               |   |                               |   |  |
|               |   |                               |   |  |
|               |   |                               |   |  |

| 3a  |  | 3b Administrate                          |               |
|-----|--|--|---------------|
|     | PRUDENTIAL SAVINGS BANK  | 23-1107072  3c Administrator's telephone |               |
|     | 1834 W. OREGON AVENUE  | number                                   | 55-1500       |
|     | PHILADELPHIA PA 19145-3793   |  |               |
| 4   | If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:  | 4b EIN                                   |               |
| a   | Sponsor's name   | 4c PN                                    |               |
| 5   | Total number of participants at the beginning of the plan year   | 5  | 83            |
| 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)                                    | 72            |
| a(2 | 2) Total number of active participants at the end of the plan year   | . 6a(2)                                  | 60            |
| þ   | Retired or separated participants receiving benefits   | . 6b                                     | 1             |
| С   | Other retired or separated participants entitled to future benefits  | . 6c                                     | 27            |
| d   | Subtotal. Add lines 6a(2), 6b, and 6c.   | . 6d                                     | 88            |
| е   | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits  | . 6e                                     | 0             |
| f   | Total. Add lines 6d and 6e.  | . 6f                                     | 88            |
| g   | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)   | 6g                                       | 73            |
| 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                                      |               |
| b   | If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Code $2J-2E-2G-2R-3D-2T$ If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Code:   |  |               |
| 9a  | Plan funding arrangement (check all that apply)  9b Plan benefit arrangement (check all that apply)  | at apply)                                | 774           |
|     | (1) Insurance (1) Insurance Code section 412(e)(3) insurance contracts (2) Code section 412(e)(3)  | ,  |               |
|     | (2) Code section 412(e)(3) insurance contracts (2) Code section 412(e)(3)  (3) X Trust (3) X Trust   | insurance contract                       | S             |
|     | (4) General assets of the sponsor (4) General assets of the sp   | oonsor                                   |               |
| 10  | Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number of the schedules are attached, and the schedules are attached attached.   |  | instructions) |
|     | Pension Schedules b General Schedules  |  |               |
|     | (1) R (Retirement Plan Information)  (1) H (Financial Inform   | nation)                                  |               |
|     | (2) MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) A (Insurance Information)   |  | 1)            |
|     | (4) C (Service Provide   | er Information)                          |               |
|     | (3) SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary (6) C (Service Provide Difference Provide Differe | •  | n)            |

| _    |      |      |    |
|------|------|------|----|
| Form | 5500 | (201 | 5) |

Page 3

| Part III                         | Form M-1 Compliance Information (to be completed by welfare benefit plans)   |
|----------------------------------|--|
| <b>11a</b> If the pla<br>2520.10 | in provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 1-2.)  |
| If "Yes"                         | is checked, complete lines 11b and 11c.  |
| <b>11b</b> is the pl             | an currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.)  |
| 11c Enter the                    | Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report,   |
| enter the                        | Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.) |

# SCHEDULE D (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

# **DFE/Participating Plan Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

File as an attachment to Form 5500.

OMB No. 1210-0110

2015

This Form is Open to Public Inspection.

| For calendar plan year 2015 or fiscal plan year beginning                             | 01/01/2015 and   | ending 12                | /31/2015              | OII.   |
|---|--|--------------------------|-----------------------|--|
| A Name of plan PRUDENTIAL SAVINGS BANK EMPLOYEES' PLAN AND TRUST                      |  | B Three-digit plan numbe |                       | 003  |
| C Plan or DFE sponsor's name as shown on line 2a of Form                              | n 5500   | <b>D</b> Employer Ide    | ntification Number (E | EIN)   |
| PRUDENTIAL SAVINGS BANK   |  | 23-1107072               | (-                    | ,  |
| Part I Information on interests in MTIAs, CO  | CTs, PSAs, and 103-12 IEs (to be con   |                          | ns and DFEs)          | <del></del>  |
| (Complete as many entries as needed a Name of MTIA, CCT, PSA, or 103-12 IE: STABLE VA | to report all interests in DFEs)   | •                        |                       |  |
|   |  |                          |                       | ***************************************  |
| b Name of sponsor of entity listed in (a): RELIANCE TE                                | RUST   |                          |                       |  |
| <b>c</b> EIN-PN 46-6625485 001 <b>d</b> Entity code C                                 | Dollar value of interest in MTIA, CCT, Pt 103-12 IE at end of year (see instruction)     |                          |                       | 1,417,582  |
| a Name of MTIA, CCT, PSA, or 103-12 IE: MODERATE                                      | STRATEGIC BALANCED SL SF   |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREE                         | ET GLOBAL ADVISORS   |                          |                       |  |
| <b>c</b> EIN-PN 04-0025081 111 <b>d</b> Entity code                                   | Dollar value of interest in MTIA, CCT, Ps<br>103-12 IE at end of year (see instruction)  |                          |                       | 45,188   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: CONSERVAT                                     |  |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREE                         |  |                          |                       |  |
| <b>c</b> EIN-PN 04-0025081 110 <b>d</b> Entity code C                                 | e Dollar value of interest in MTIA, CCT, PS<br>103-12 IE at end of year (see instruction |                          |                       | 10,764   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: AGGRESSIV                                     | E STRATEGIC BALANCED SL  |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREE                         | ET GLOBAL ADVISORS   |                          |                       |  |
| <b>c</b> EIN-PN 04-0025081 112 <b>d</b> Entity code C                                 | e Dollar value of interest in MTIA, CCT, PS<br>103-12 IE at end of year (see instruction | SA, or<br>s)             |                       | 13,286   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL SI                                    | MALL CAP R INDX NL SF CL A   |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREE                         | CT GLOBAL ADVISORS   |                          |                       |  |
| <b>c</b> EIN-PN 04-0025081 096 <b>d</b> Entity code                                   | e Dollar value of interest in MTIA, CCT, PS<br>103-12 IE at end of year (see instruction |                          |                       | 41,740   |
| <b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: S&P 500 R                              | INDX NL SF CL A  |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREE                         | T GLOBAL ADVISORS  |                          |                       |  |
| <b>c</b> EIN-PN 04-0025081 097 <b>d</b> Entity code                                   | e Dollar value of interest in MTIA, CCT, PS<br>103-12 IE at end of year (see instruction |                          |                       | 653,250  |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RET                                    | FIREMENT 2045 NL SF CL A   |                          |                       |  |
| <b>b</b> Name of sponsor of entity listed in (a):STATE STREE                          | T GLOBAL ADVISORS  |                          |                       | The state of the s |
| <b>c</b> EIN-PN 90-0337987 201 <b>d</b> Entity code                                   | Dollar value of interest in MTIA, CCT, PS     103-12 IE at end of year (see instruction  |                          |                       | 7,377  |
|   |  |                          |                       |  |

| 2,049   |
|---|
|   |
|   |
| 71,189  |
|   |
|   |
| 144,143   |
|   |
|   |
| 3,467   |
|   |
|   |
| 16,181  |
|   |
|   |
| 30,912  |
|   |
|   |
| 116   |
|   |
| More than the second |
| 367   |
|   |
|   |
| 21,916  |
|   |
|   |
| 70,762  |
|   |

| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2040 NL                                       | SF CL A   |
|---|---|
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| c EIN-PN 90-0337987 199 d Entity code C Pollar value of interest in the code C 103-12 IE at end of year |   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2035 NL                                       | SF CL A   |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| c EIN-PN 90-0337987 197 d Entity Code C Dollar value of interest in 103-12 IE at end of year            | n MTIA, CCT, PSA, or r (see instructions) 1,718   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2030 NL                                       | SF CL A   |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| c EIN-PN 90-0337987 195 d Entity Code C Dollar value of interest in 103-12 IF at end of year            |   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2025 NL                                       | BF CL A   |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| c EIN-PN 90-0337987 193 d Entity Code C Dollar value of interest i                                      | n MTIA, CCT, PSA, or r (see instructions) 74, 661 |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2020 NL 3                                     | SF CL A   |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| c EIN-PN 90-0337987 191 d Entity code C Dollar value of interest in 103-12 iE at end of year            | n MTIA, CCT, PSA, or (see instructions) 30,433    |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2015 NL 3                                     | F CL A  |
| b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                                 |   |
| c EIN-PN 90-0337987 189 d Entity code C e Dollar value of interest in 103-12 iE at end of year          | n MTIA, CCT, PSA, or<br>(see instructions) 480    |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2010 NL S                                     |   |
| b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                                 |   |
| c EIN-PN 90-0337987 187 d Entity code C e Dollar value of interest in 103-12 IE at end of year          |   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT INCOME NI                                     | SF CL A   |
| b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                                 |   |
| C EIN-PN 90-0337987 185 d Entity code C Dollar value of interest in 103-12 IE at end of year            |   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2055 NL S                                     |   |
| <b>b</b> Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                          |   |
| C EIN-PN 90-0337987 321 d Entity code C Dollar value of interest in 103-12 IE at end of year            |   |
| a Name of MTIA, CCT, PSA, or 103-12 IE: TARGET RETIREMENT 2060 NL S                                     |   |
| b Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS                                 |   |
| c EIN-PN 90-0337987 418 d Entity code C Dollar value of interest in 103-12 IE at end of year            |   |

|   | Part II Information on Participating Plans (to be (Complete as many entries as needed to report all parti | completed by DFEs) |
|---|---|--------------------|
| ē | a Plan name   |                    |
| k | Name of plan sponsor  | C EIN-PN           |
| 8 | Plan name   |                    |
| t | Name of plan sponsor  | C EIN-PN           |
| а | l Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
| а | l Plan name   | +                  |
| b | Name of plan sponsor  | C EIN-PN           |
|   | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
| a | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
| а |   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
| а |   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
|   | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
| а | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
|   | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |
|   | Plan name   |                    |
| b | Name of plan sponsor  | C EIN-PN           |

# SCHEDULEI (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration Financial Information—Small Plan

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).

Ella as an attachment to Form 5500

OMB No. 1210-0110

2015

This Form is Open to Bublio

| Pension Benefit Guaranty Corporation                                  |   | Fine as an attachment to Folin 5500, |                     |                     |
|---|---|--------------------------------------|---------------------|---------------------|
| For calendar plan year 2015 or fiscal plan year beginning             | ng 01/01/2015                           | and ending                           | 12/31/201           | 5                   |
| A Name of plan PRUDENTIAL SAVINGS BANK EMPLOYE SHARING PLAN AND TRUST | ES' SAVINGS & PROFIT                    | B Three-digit plan number (PN)       | •                   | 003                 |
| C Plan sponsor's name as shown on line 2a of Form 5                   | 500                                     | D Employer Identificat               | ion Number (EIN     | )                   |
| PRUDENTIAL SAVINGS BANK   |   | 23-1107072                           |                     |                     |
| Complete Schedule I if the plan covered fewer than 100 p              | participants as of the beginning of the | plan year. You may also com          | olete Schedule I if | you are filing as a |

small plan under the 80-120 participant rule (see instructions). Complete Schedule H if reporting as a large plan or DFE

#### Part I Small Plan Financial Information

Report below the current value of assets and liabilities, income, expenses, transfers and changes in net assets during the plan year. Combine the value of plan assets held in more than one trust. Do not enter the value of the portion of an insurance contract that guarantees during this plan year to pay a specific dollar benefit at a future date. 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.

| 1 | Plan Assets and Liabilities:   |       | (a) Beginning of Year | (b) End of Year |
|---|--|-------|-----------------------|-----------------|
| а | Total plan assets  | 1a    | 5,097,437             | 5,510,031       |
| b | Total plan liabilities   | 1b    |                       |                 |
| С | Net plan assets (subtract line 1b from line 1a)                      | 1c    | 5,097,437             | 5,510,031       |
| 2 | Income, Expenses, and Transfers for this Plan Year:                  |       | (a) Amount            | (b) Total       |
| а | Contributions received or receivable:                                |       |                       |                 |
|   | (1) Employers  | 2a(1) |                       |                 |
|   | (2) Participants   | 2a(2) | 214,826               |                 |
|   | (3) Others (including rollovers)                                     | 2a(3) |                       |                 |
| b | Noncash contributions  | 2b    |                       |                 |
| C | Other income   | 2c    | 510,160               |                 |
| d | Total income (add lines 2a(1), 2a(2), 2a(3), 2b, and 2c)             | 2d    |                       | 724,986         |
| e | Benefits paid (including direct rollovers)                           | 2e    | 280,470               |                 |
| f | Corrective distributions (see instructions)                          | 2f    |                       |                 |
| g | Certain deemed distributions of participant loans (see instructions) | 2g    |                       |                 |
| h | Administrative service providers (salaries, fees, and commissions)   | 2h    | 28,092                |                 |
| i | Other expenses   | 2i    | 3,830                 |                 |
| j | Total expenses (add lines 2e, 2f, 2g, 2h, and 2i)                    | 2j    |                       | 312,392         |
| k | Net income (loss) (subtract line 2j from line 2d)                    | 2k    |                       | 412,594         |
| I | Transfers to (from) the plan (see instructions)                      | 21    |                       |                 |

Specific Assets: If the plan held assets at anytime during the plan year in any of the following categories, check "Yes" and enter the current value of any assets remaining in the plan as of the end of the plan year. Allocate the value of the plan's interest in a commingled trust containing the assets of more than one plan on a lineby-line basis unless the trust meets one of the specific exceptions described in the instructions.

|   |   |      | Yes                                     | No | Amount    |
|---|---|------|---|----|-----------|
| а | Partnership/joint venture interests,            | 3a   |   | Х  |           |
|   | Employer real property                          | **** |   | Х  |           |
|   | Real estate (other than employer real property) |      | *************************************** | Х  |           |
|   | Employer securities                             |      | Х                                       |    | 2,495,718 |
|   | Participant loans                               |      | Χ                                       |    | 143,083   |

| Schedule I | (Form  | 5500 | 2015    |
|------------|--------|------|---------|
| Scriedule  | (FUIII | 2200 | / 20 13 |

Page 2 -

|                        |                       |  |        |                                       | Yes     | No      |             | Amount              |
|------------------------|-----------------------|--|--------|---------------------------------------|---------|---------|-------------|---------------------|
| 3f                     | Loans                 | (other than to participants)   |        | 3f                                    |         | Х       |             |                     |
| g                      | Tangib                | le personal property   | *****  | 3g                                    |         | Х       |             |                     |
| P                      | art II                | Compliance Questions   |        | · · · · · · · · · · · · · · · · · · · |         |         |             |                     |
| 4                      | Durin                 | g the plan year:   |        | Yes                                   | No      | N/A     |             | Amount              |
| а                      | describ               | ere a failure to transmit to the plan any participant contributions within the time period led in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully led. (See instructions and DOL's Voluntary Fiduciary Correction Program.)  | 4a     |                                       | X       |         |             |                     |
| b                      | plan ye               | ny loans by the plan or fixed income obligations due the plan in default as of the close of<br>ar or classified during the year as uncollectible? Disregard participant loans secured by<br>ticipant's account balance   | 4b     |                                       | х       |         |             |                     |
| С                      | Were a uncolle        | ny leases to which the plan was a party in default or classified during the year as ctible?  | 4c     |                                       | X       |         |             |                     |
| d                      | Were th               | nere any nonexempt transactions with any party-in-interest? (Do not include transactions<br>d on line 4a.)   |        |                                       | Х       |         |             |                     |
| е                      |                       | e plan covered by a fidelity bond?   | 40     | Х                                     |         |         |             | 6,000,000           |
| f                      | Did the               | plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused if or dishonesty?   | 4f     |                                       | Х       |         |             |                     |
| g                      | Did the establis      | plan hold any assets whose current value was neither readily determinable on an hed market nor set by an independent third party appraiser?  | 4g     |                                       | Х       |         |             |                     |
| h                      | Did the on an e       | plan receive any noncash contributions whose value was neither readily determinable stablished market nor set by an independent third party appraiser?   | 4h     |                                       | Х       |         |             |                     |
| i                      | Did the               | plan at any time hold 20% or more of its assets in any single security, debt, mortgage, of real estate, or partnership/joint venture interest?   | 4i     | Х                                     |         |         |             | 2,495,718           |
| j                      | Were al               | the plan assets either distributed to participants or beneficiaries, transferred to another brought under the control of the PBGC?   | 4j     |                                       | Х       |         |             |                     |
| k                      | Are you account       | claiming a waiver of the annual examination and report of an independent qualified public ant (IQPA) under 29 CFR 2520.104-46? If "No," attach an IQPA's report or 2520.104-50 nt. (See instructions on waiver eligibility and conditions.)  | 4k     | Х                                     |         |         |             |                     |
| 1                      |                       | plan failed to provide any benefit when due under the plan?  | 41     |                                       | Х       |         |             |                     |
| m                      | If this is 2520.10    | an individual account plan, was there a blackout period? (See instructions and 29 CFR  | 4m     |                                       | Х       |         |             |                     |
| n                      | If 4m wa<br>of the ex | as answered "Yes," check the "Yes" box if you either provided the required notice or one complete the complet | 4n     |                                       |         |         |             |                     |
| 0                      | Did the               | plan trust incur unrelated business taxable income?  | 40     |                                       | Χ       |         |             |                     |
| р                      | Were in               | n-service distributions made during the plan year?   | 4p     |                                       |         |         |             |                     |
| 5a                     | Has a re              | resolution to terminate the plan been adopted during the plan year or any prior plan year?  " enter the amount of any plan assets that reverted to the employer this year  |        | Yes                                   | XN      | o A     | mount:      |                     |
| 5b                     | lf, durir<br>transfe  | ng this plan year, any assets or liabilities were transferred from this plan to another plan(s)<br>rred. (See instructions.)   | ), ide | ntify th                              | e plan( | s) to w | hich assets | or liabilities were |
|                        | 5b(1) N               | lame of plan(s)  |        |                                       |         | 5b(2)   | EIN(s)      | 5b(3) PN(s)         |
|                        |                       |  |        |                                       |         |         |             |                     |
|                        |                       |  |        |                                       |         |         |             |                     |
| inkisha fasha yayayaya |                       |  |        |                                       |         |         |             |                     |
|                        |                       |  |        |                                       |         |         |             |                     |
|                        | Is at                 |  |        |                                       |         |         |             |                     |
| JC                     | ir the pla            | an is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA  | sect   | ion 402                               | 21)?    | Ye      | ss ∐No      | Not determined      |

| Part III 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 Benefits Security Adn

## **Retirement Plan Information**

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

OMB No. 1210-0110

2015

| *************************************** | Donnier              | Barrell Committee  | ▶ File as an attachment to Form 5500.   |                |   |           | Inspe      | ction.    | 1 GDIIC                                 |                   |
|---|----------------------|--|---|----------------|---|-----------|------------|-----------|---|-------------------|
| F                                       |                      | Benefit Guaranty Corporation<br>ar plan year 2015 or fiscal pl | an year beginning 01/01/2015 and e  |                |   | 10/01     |            |           |   |                   |
| -                                       | Name of              |  | anyear beginning 01/01/2013 and e   | ending         | *************************************** |           | /2015      |           |   | P                 |
|   | PRUDE                |  | K EMPLOYEES' SAVINGS & PROFIT SHARING   | В              | Three-digi<br>plan num<br>(PN)          |           |            | 003       | 3                                       |                   |
|   |                      | nsor's name as shown on lir                                    |   |                | Employer                                |           | ation Nun  | nber (Ell | V)                                      | t-t-t-tint-t-t-t- |
| ,                                       | PRUDE                | NTIAL SAVINGS BAN  | IK  | 23-            | 110707                                  | 12        |            |           |   |                   |
| P                                       | art I                | Distributions  |   |                |   |           |            |           |   |                   |
| Al                                      | referen              | ces to distributions relate                                    | only to payments of benefits during the plan year.  |                |   |           |            |           |   |                   |
| 1                                       | Total v              | ralue of distributions paid in p                               | property other than in cash or the forms of property specified in the   | · (2)********* | 1                                       |           |            |           |   | 0                 |
| 2                                       | Enter t              |  | aid benefits on behalf of the plan to participants or beneficiaries dur   |                |   | ore than  | two, ente  | er EINs o | of the tw                               |                   |
|   | EIN(s                | ): 58-14   | 128634  |                |   |           |            |           |   |                   |
|   | Profit-              | sharing plans ESOPs and  | f stock bonus plans, skip line 3.   |                |   |           |            |           |   |                   |
| 3                                       | Numbe                | er of participants (living or de                               | eceased) whose benefits were distributed in a single sum, during the  | e plan         | 3                                       |           |            |           |   |                   |
| F                                       | art II               |  | on (If the plan is not subject to the minimum funding requirements of   |                |   | of the In | ternal Rev | venue C   | ode or                                  |                   |
| 4                                       | Is the p             | an administrator making an el                                  | lection under Code section 412(d)(2) or ERISA section 302(d)(2)?  |                | [                                       | Yes       | Π          | No        | Пи                                      | /A                |
|   |                      | olan is a defined benefit pla                                  |   |                | ,                                       |           | LJ         |           |   |                   |
| 5                                       | plan ye              | ear, see instructions and ente                                 | standard for a prior year is being amortized in this er the date of the ruling letter granting the waiver.  Date: Mont                  |                |   |           |            | Year      |   |                   |
| _                                       |                      |  | e lines 3, 9, and 10 of Schedule MB and do not complete the rer   |                | r of this s                             | chedul    | e.         |           |   |                   |
| 6                                       |                      |  | ntribution for this plan year (include any prior year accumulated fund  |                | 6a                                      |           |            |           |   |                   |
|   | <b>b</b> Ent         | er the amount contributed by                                   | y the employer to the plan for this plan year   |                | 6b                                      |           |            | 77.00     | *************************************** |                   |
|   | <b>c</b> Sub         | otract the amount in line 6b for                               | rom the amount in line 6a. Enter the result f a negative amount)  |                |   |           |            | *****     |   |                   |
|   |                      | completed line 6c, skip line                                   |   |                |   |           |            |           |   |                   |
| 7                                       | Will the             | minimum funding amount re                                      | ported on line 6c be met by the funding deadline?   |                |   | Yes       | П          | No        | □ N/                                    | A                 |
| 8                                       | If a cha<br>authorit | nge in actuarial cost method<br>y providing automatic appro    | was made for this plan year pursuant to a revenue procedure or of val for the change or a class ruling letter, does the plan sponsor or | ther           |   | Yes       |            | No        | ∏ N/                                    |                   |
| Pa                                      | art III              | Amendments   |   |                |   |           |            |           |   |                   |
| 9                                       | year tha             | at increased or decreased th                                   | lan, were any amendments adopted during this plan e value of benefits? If yes, check the appropriate                                    | ıse            | Decr                                    | 'ease     | Bot        | :h        | No                                      |                   |
| Pa                                      | rt IV                |  | s), If this is not a plan described under Section 409(a) or 4975(e)(7)  | of the         | Internal R                              | evenue    | Code ski   | n this P  | art                                     |                   |
| 10                                      | Were u               |  | ies or proceeds from the sale of unallocated securities used to repa  |                |   |           |            | Yes       | [                                       | lo                |
| 11                                      |                      |  | erred stock?  |                |   |           |            | Yes       |   | lo                |
|   | <b>b</b> If t        | he ESOP has an outstanding                                     | g exempt loan with the employer as lender, is such loan part of a "b<br>of "back-to-back" loan.)  | ack-to-        | back" loar                              | 1?        |            | Yes       |   | lo                |
| 12                                      |                      |  | is not readily tradable on an established securities market?  |                |   |           |            | Yes       | [ N                                     | lo                |
|   |                      |  |   |                |   |           |            | <b>-</b>  | 1000                                    |                   |

|             | rt V   | Additional Information for Multiemployer Defined Benefit Pension Plans   |  |  |  |  |  |
|-------------|--|--|--|--|--|--|--|
| 13          | Ent<br>do  | er the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in llars). See instructions. Complete as many entries as needed to report all applicable employers.   |  |  |  |  |  |
|             | а  | 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   |  |  |  |  |  |
|             | е  |  |  |  |  |  |  |
|             | а  | 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   |  |  |  |  |  |
|             | 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): |  |  |  |  |  |  |
|             | а  | Name of contributing employer  |  |  |  |  |  |
|             | b  | EIN C Dollar amount contributed by employer  |  |  |  |  |  |
| t-i-mi-mi-m | 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   |  |  |  |  |  |
|             | е  | 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): |  |  |  |  |  |
|             | а  | Name of contributing employer  |  |  |  |  |  |
|             | b  | EIN C Dollar amount contributed by employer  |  |  |  |  |  |
|             | d  | Date collective bargaining agreement expires ( <i>If employer contributes under more than one collective bargaining agreement, check box</i> and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year   |  |  |  |  |  |
|             | •  | 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   |  |  |  |  |  |
|             | е  | 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   |  |  |  |  |  |
|             | е  | 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):   |  |  |  |  |  |
|             |  | Outer (appearity).   |  |  |  |  |  |

|     | Schedule R (Form 5500) 2015 Page <b>3 -</b>  |                                 |                        |
|-----|--|---------------------------------|------------------------|
| 14  | Enter the number of participants on whose behalf no contributions were made by an employer as an employer of participant for:  | of the                          |                        |
|     | a The current year   | 14a                             |                        |
|     | b The plan year immediately preceding the current plan year  |                                 |                        |
|     | 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 memployer contribution during the current plan year to:  | ake an                          |                        |
|     | 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  |                                 |                        |
| 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  | 16h                             |                        |
| 17  | If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, of supplemental information to be included as an attachment.   | check box and see               | instructions regarding |
| Pa  | art VI Additional Information for Single-Employer and Multiemployer Defined Benef  | fit Pension Pla                 | าร                     |
|     | If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see i information to be included as an attachment   | nstructions regarding           | a supplemental         |
|     | Stock: 0.0% Investment-Grade Debt: % High-Yield Debt: % Real Estate:  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-  What duration measure was used to calculate line 19(b)?  Effective duration Macaulay duration Modified duration Other (specify):   |                                 | ears or more           |
| Pa  | irt VII IRS Compliance Questions   |                                 |                        |
| 20a | I is the plan a 401(k) plan?   | . Yes                           | No                     |
|     | If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?   | Design-based safe harbor method |                        |
|     | If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?  | Yes                             | No                     |
|     | Check the box to Indicate the method used by the plan to satisfy the coverage requirements under section 410(b):   | Ratio percentage test           | Average benefit test   |
| 21b | Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?  | Yes                             | ∏ No                   |
| 22a | Has the plan been timely amended for all required tax law changes?   | Yes                             | ∏No ∏N/A               |
|     | instructions for tax law changes and codes).   | nter the applicable o           | ode (See               |
|     | If the pian sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is advisory letter, enter the date of that favorable letter and the letter's serial number  |                                 |                        |
|     | If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the determination letter  | date of the plan's las          | st favorable           |
| 23  | Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?   | Yes                             | [] No                  |
|     | The state of the s |                                 |                        |