

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
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Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>			
A	This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)	
	☒ 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 ☐ special extension (enter description)	☐ automatic extension ☐ the DFVC program

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>FISHER AUTO PARTS 401(K) PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>05/01/1998</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>FISHER AUTO PARTS INC</u> <u>512 GREENVILLE AVENUE</u> <u>STAUNTON, VA 24401</u>	2b	Employer Identification Number (EIN) <u>54-0649966</u>
		2c	Plan Sponsor's telephone number <u>540-885-8901</u>
		2d	Business code (see instructions) <u>423100</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	08/16/2017	JOE H. VAUGHN, JR.
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	08/16/2017	JOE H. VAUGHN, JR.
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 3437
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..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	<div style="background-color: #cccccc; height: 20px; width: 100%;"></div> 6a(1) 3381 6a(2) 4227 6b 0 6c 115 6d 4342 6e 0 6f 4342 6g 1373 6h 6
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 FISHER AUTO PARTS 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 FISHER AUTO PARTS INC	D Employer Identification Number (EIN) 54-0649966

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

06-1050034

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

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

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

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(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?
13 15 50 64 65 37	NONE	25939	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 50 64	NONE	0	Yes ☒ No ☐	Yes ☒ No ☐	0	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
PRUDENTIAL RETIREMENT INSURANCE AND	15 64	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL RETIREMENT INSURANCE AND 06-1050034	25.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2016 TO 12/31/2016 PRINCIPAL PRESERV SEP ACC	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	15 60 64	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL INVESTMENTS, LLC 22-3468527	22.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2016 TO 12/31/2016 PRU JENN MID-CAP GRW Z	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	15 60 64	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL INVESTMENTS, LLC 22-3468527	22.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2016 TO 12/31/2016 PRU TOTAL RETURN BOND Z	

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) 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 FISHER AUTO PARTS 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 FISHER AUTO PARTS INC	D Employer Identification Number (EIN) 54-0649966	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	259844	390910
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	0	21263
(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)	27943424	41651198
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	2494031	4426081

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1)	
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f	30697299 46489452
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	90554 62995
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	90554 62995
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	30606745 46426457

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.

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	393852
	(B) Participants	2a(1)(B)	2351906
	(C) Others (including rollovers)	2a(1)(C)	154172
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	2899930
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	660
	(F) Other	2b(1)(F)	40370
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	41030
(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)	628597
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	628597
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	0
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	
	(B) Other	2b(5)(B)	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		1943105
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		5512662

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3087583	
(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)		3087583
f Corrective distributions (see instructions)	2f		62995
g Certain deemed distributions of participant loans (see instructions)	2g		8911
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)	25939	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		25939
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3185428

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2327234
l Transfers of assets:			
(1) To this plan.....	2l(1)		13492478
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

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

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

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

(1) Name: **ELMORE, HUPP & CO., PLC**

(2) EIN: **54-1440048**

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:

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.).....

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.)

	Yes	No	Amount
4a		X	
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	
e Was this plan covered by a fidelity bond?	4e	X		500000
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.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>FISHER AUTO PARTS 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FISHER AUTO PARTS INC</u>	D Employer Identification Number (EIN) <u>54-0649966</u>

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	<u>0</u>
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): <u>22-1211670</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

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

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

Part III	Amendments
-----------------	-------------------

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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2016
v. 160205

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan? 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 / / .	

FISHER AUTO PARTS 401(K) PLAN

FINANCIAL STATEMENTS

December 31, 2016

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Certified Public Accountants*

INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS

Plan Administrator
Fisher Auto Parts 401(k) Plan
Staunton, Virginia

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Fisher Auto Parts 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in NOTE 3, which was certified by Prudential Bank & Trust, FSB, Hartford, Connecticut, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and additional schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2016, and 2015, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The additional schedule of statement of net assets available for benefits as of or for the year ended December 31, 2016, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this additional schedule referred to above.

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

The form and content of the information included in the financial statements and additional schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion,

are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

EMORE. HUPP & COMPANY, P.L.C.

Staunton, Virginia
July 17, 2017

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ASSETS		
Investments at fair value	\$ 41,651,198	\$ 27,943,424
Investments at contract value	<u>4,426,081</u>	<u>2,494,031</u>
	<u>46,077,279</u>	<u>30,437,455</u>
Receivables:		
Employer's contributions	390,910	259,844
Notes receivable from participants	<u>21,263</u>	<u>-</u>
Total receivables	<u>412,173</u>	<u>259,844</u>
TOTAL ASSETS	46,489,452	30,697,299
LIABILITIES		
Excess contributions payable	<u>62,995</u>	<u>90,554</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation (depreciation)		
in fair value of investments	\$ 1,943,105	\$ (472,627)
Interest	40,370	35,539
Dividends	<u>628,597</u>	<u>454,495</u>
	2,612,072	17,407
Interest income from notes		
receivable from participants	<u>660</u>	<u>-</u>
	<u>2,612,732</u>	<u>17,407</u>
Contributions:		
Employer's, net of forfeitures	393,852	259,844
Participants', net of excess		
contributions	2,288,911	1,907,879
Participants' rollover	<u>154,172</u>	<u>211,951</u>
	<u>2,836,935</u>	<u>2,379,674</u>
Assets transferred in	<u>13,492,478</u>	<u>-</u>
 TOTAL ADDITIONS	 <u>18,942,145</u>	 <u>2,397,081</u>
DEDUCTIONS FROM NET ASSETS		
ATTRIBUTED TO:		
Benefits paid to participants	3,096,494	3,172,854
Administrative expenses	<u>25,939</u>	<u>19,221</u>
 TOTAL DEDUCTIONS	 <u>3,122,433</u>	 <u>3,192,075</u>
 NET INCREASE (DECREASE)	 15,819,712	 (794,994)
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	<u>30,606,745</u>	<u>31,401,739</u>
END OF YEAR	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION

The following description of the Fisher Auto Parts (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Agreement for a more complete description of Plan provisions.

General

The Plan is a defined contribution plan covering all employees of the Company on the first day of the month following sixty (60) days of service, and are age eighteen or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). On July 1, 2016, the assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. As a result of this merger, the Plan document for the Fisher Auto Parts 401(k) Plan was amended and restated as of July 1, 2016.

Contributions

Each year, participants may defer up to 100 percent of pretax annual compensation, as defined in the Plan. Participant deferrals are subject to a maximum of \$18,000 for 2016, as defined in Internal Revenue Code Section 402(g). If participants have attained the age of 50, they may make additional catch-up contributions as allowed under Internal Revenue Code 401(k). Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Company may, at its discretion, match elective deferral contributions from employees each year. For the years ended December 31, 2016 and 2015, the Company contributed 100 percent of the first 2 percent of base compensation that a participant contributed to the Plan, not exceeding \$420. Employer contributions totaled \$393,852 and \$259,844 for the years ended December 31, 2016 and 2015, respectively.

Participant Accounts

Each participant's account is credited with the participant's contributions, Company matching contributions, and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching portion of the participant's account plus actual earnings thereon is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested</u>
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Notes Receivable from Participants

On July 1, 2016, assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. The Plan at Fisher Auto Parts, Inc. does not allow participant loans. However, with this merger, the Plan has been modified to allow rollovers of existing participant loans. Principal and interest are paid ratably through monthly payroll deductions on these loans until they are paid in full.

Investment Options

Upon enrollment in the Plan, a participant may direct employee and employer contributions to the following investment categories:

Mutual Funds

Vanguard Total Bond Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. Aggregate Float Adjusted Index. The investment seeks the performance of a broad, market-weighted bond index.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vanguard Total Stock Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that measures the investment return of the overall stock market.

Vanguard Windsor II Fund Admiral Shares - Funds are invested in shares of a registered investment company that invests mainly in large- and mid-capitalization companies whose stocks are considered by an advisor to be undervalued. The investment seeks to provide long-term capital appreciation and income.

Vanguard PRIMECAP Fund Admiral Shares - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation. The fund invests in stocks considered to have above-average earnings growth potential that is not reflected in their current market prices. Its portfolio consists predominantly of large- and mid-capitalization stocks.

Vanguard Selected Value Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation and income through investing in common stocks of mid-size U.S. companies that are considered undervalued.

Janus Balanced T Fund - Funds are invested in shares of a registered investment company that pursues its investment objective of long-term capital growth by normally investing 35-65% of its assets in equity securities and the remaining assets in fixed-income securities and cash equivalents.

Prudential Jennison Mid Cap Growth Z Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its investable assets in equity and equity-related securities of medium-sized companies with the potential for above-average growth.

Eagle Small Cap Growth R5 Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its net assets in the stocks of small-capitalization companies.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Harbor Capital Appreciation Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing in primarily in equity securities, principally common and preferred stocks, of U.S. companies with market capitalization of at least one billion dollars at the time of purchase and that the subadvisor considers having above-average prospects for growth.

Victory Sycamore Small Company Opportunity I Fund - Funds are invested in shares of a registered investment company that seeks capital appreciation through investing primarily in equity securities of smaller companies that are believed to be undervalued relative to the underlying earnings potential of the company.

Harbor International Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term total return, principally from growth of capital through investing normally in a minimum of ten countries throughout the world, focusing on companies located in Europe, the Pacific Basin and emerging industrialized countries whose economies and political regimes appear stable.

American Funds Europacific Growth R4 Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing primarily in common stocks of issuers in Europe and the Pacific Basin that the investment advisor believes have the potential for growth.

Prudential Total Return Bond Z Fund - Funds are invested in shares of a registered investment company that seeks total return. The fund will seek to achieve its objective through a mix of current income and capital appreciation as determined by the fund's investment subadvisor.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Guaranteed Investment Contract

Principal Preservation Separate Account - Funds are invested in a stable value product that provides insulation protection from the general account for plans and participants; in addition to competitive, stable returns and full guarantee of principal and accumulated interest.

Participants may change their investment option at any time.

Payment of Benefits

Upon attainment of age 59 1/2, termination of service due to death, disability, retirement, or other reasons, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest, or annual installments over a term certain not extending beyond normal life expectancy.

Forfeited Accounts

At December 31, 2016, forfeited nonvested accounts totaled \$14,193. Forfeited accounts are first used to pay Plan expenses and then to meet the employer's contribution obligations to the Plan.

Reclassification

The classification of certain amounts within the financial statements for the year ended 2015, have been changed to be consistent with the classification adopted by the Company in 2016.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Date of Management's Review

The Company has evaluated subsequent events through July 17, 2017, the date which the financial statements were available to be issued.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value (except for the fully benefit-responsive investment contract, which is reported at contract value). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See NOTE 4 for discussion of fair value measurements.

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

Notes Receivable from Participants

Loans to participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Loans are secured by the balance in the participant's account, so collectibility is reasonably assured.

Excess Contributions

Contributions received from participants for 2016 are net of payments of \$62,995 made in March 2017 to certain active participants to return to them excess deferral contributions as required to satisfy the relevant nondiscrimination provisions of the Plan. That amount is also included in the

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Plan's statements of net assets available for benefits as excess contributions payable at December 31, 2016.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the annual maintenance of participant accounts, the payment of benefits and the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 3 - INFORMATION PREPARED AND CERTIFIED BY THE TRUSTEE

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

	December 31,	
	2016	2015
Investments, at fair value:		
Vanguard Total Bond Market Index Fund		
Admiral Shares	\$ 3,408,231	\$ 3,222,410
Vanguard Total Stock Market Index Fund		
Admiral Shares	6,696,776	5,740,919
Vanguard Windsor II Fund Admiral Shares	5,849,232	3,356,237
Vanguard PRIMECAP Fund Admiral Shares	5,842,368	5,366,806
Vanguard Selected Value Fund	2,081,843	1,596,414
Janus Balanced T Fund	3,500,283	3,225,320
Prudential Jennison Mid Cap		
Growth Z Fund	1,706,259	1,531,861
Eagle Small Cap Growth R5 Fund	1,622,703	1,048,013
Harbor Capital Appreciation Admin Fund	2,030,994	540,461
Victory Sycamore Small Company		
Opportunity I Fund	601,158	207,632
American Funds Europacific		
Growth R4 Fund	2,619,762	1,294,817
Prudential Total Return Bond Z Fund	5,007,135	329,320
Harbor International Admin Fund	684,454	483,214
Notes receivable from participants	21,263	-
Investments, at contract value:		
Principal Preservation Separate Account	4,426,081	2,494,031
Investment income	2,612,072	17,407

NOTE 4 - FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets of liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 – FAIR VALUE MEASUREMENTS (continued)

of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2

Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2016 and 2015.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net assets value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth, by level with the fair value hierarchy, the Plan's investments at fair value as of December 31, 2016 and 2015:

	<u>December 31, 2016</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 41,651,198
	<u>December 31, 2015</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 27,943,424

Transfers between Levels

For years ended December 31, 2016 and 2015, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

The Company adopted FASB ASU 2015-12 for the year ended December 31, 2016. The accounting standard update provides for a change in Plan investment disclosures. This change has been applied retroactive to the year ended December 31, 2015 and the required disclosures have been revised.

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY

In 2012, the Plan entered into a guaranteed investment contract with Prudential Retirement Insurance & Annuity Company. Prudential maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Prudential, represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Under the group annuity insurance contract that supports this product, participants may ordinarily direct permitted withdrawal or transfers of all or a portion of their account balance at contract value within reasonable timeframes. Contract value represents deposits made to the contract, plus

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL
RETIREMENT INSURANCE & ANNUITY COMPANY (continued)

earnings at guaranteed crediting rates, less withdrawals and fees. Contract value is also often referred to as "Book Value". The contract is effected directly between the Plan Sponsor (or their Trustee) and the issuer. The repayment of principal and interest credited to participants is a financial obligation of the issuer. Given these provisions, Prudential considers this contract to be fully benefit-responsive.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The contract value of the investment contract at December 31, 2016 and 2015 was \$4,426,081 and \$2,494,031, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 1.25%. Such interest rates are reviewed on a quarterly basis for resetting.

There are not any events that would limit the ability of the Plan to transact at contract value paid either immediately or, depending upon the rate environment and cash flow levels, over time.

There are not any events that allow the issuer to terminate the contract and which require the Plan Sponsor to settle at an amount different than contract value paid either within 90 days or over time.

NOTE 6 - PLAN MERGER

On July 1, 2016, K.O.I. Enterprises, Inc., a Subsidiary of Fisher Auto Parts, Inc. terminated the K.O.I. Employees Retirement Plan. All participants in the K.O.I. Employees Retirement Plan became 100 percent vested in that Plan upon termination and their account balance was merged into the Fisher Auto Parts 401(k) Plan. An aggregate of \$13,492,478, \$40,211 in notes receivable from participants, including interest, and \$13,452,267 in participants accounts was merged into the Plan during the year ended December 31, 2016, and is included in assets transferred in on the statement of changes in net assets available for benefits.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 7 - PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by Prudential Investment Management, Inc. Prudential Bank & Trust, FSB, is Trustee and Prudential Retirement Insurance & Annuity Company is the recordkeeper, as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment.

For the year ended December 31, 2016 and 2015, the Plan held 404,107.434 and 66,236.725 shares of Prudential Bank & Trust, FSB mutual funds, respectively, at a cost of \$6,948,660 and \$1,845,355, respectively and a current market value of \$6,713,394 and \$1,861,181, respectively.

For the year ended December 31, 2016 and 2015, the Plan held 164,542.013 and 93,899.061 shares of Prudential Retirement Insurance & Annuity Company guaranteed investment contract, respectively, at a cost of \$4,297,708 and \$2,391,248, respectively and a current market value of \$4,426,081 and \$2,494,031, respectively.

A portion of the Plan's assets is invested in both of these parties' entities by mutual funds and a guaranteed investment contract. Because of the relationships described in the above paragraphs, both the sales and purchases of Prudential Bank & Trust, FSB mutual funds and Prudential Retirement Insurance & Annuity Company guaranteed investment contract qualify as party-in-interest transactions. All of these transactions are exempt from the prohibited transaction rule.

NOTE 8 - PLAN TERMINATION

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 9 - INCOME TAXES

The Internal Revenue Service has determined and informed the Company by a letter dated April 29, 2014, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

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 (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the United States Department of Labor. The Plan is subject to routine audits by taxing jurisdiction; however, there are currently no audits for any tax periods in progress.

NOTE 10 - RISKS AND UNCERTAINTIES

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 11 - RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H
OF FORM 5500

The following is a reconciliation of contributions-participants', net of excess contributions per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Contributions:	
Participants', net of excess contributions per the financial statement	\$ 2,288,911
 Add: Excess contributions (corrective distributions Schedule H of Form 5500)	 <u>62,995</u>
 Contributions received in cash from participants per Schedule H of Form 5500	 <u>\$ 2,351,906</u>

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Benefits paid to participants:	
Benefits paid, per the financial statement	\$ 3,096,494
 Less: Certain deemed distributions of participant loans (Schedule H of Form 5500)	 <u>8,911</u>
 Benefit payments directly to participants or beneficiaries, including direct rollovers per Schedule H of Form 5500	 <u>\$ 3,087,583</u>

FISHER AUTO PARTS 401(K) PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT YEAR END
Year Ended December 31, 2016

SHARES/PAR VALUE	IDENTITY OF ISSUE	DESCRIPTION OF ASSET	COST	CURRENT VALUE
320,021.7044	Prudential Mutual Funds	Vanguard Total Bond Market Index Fund Admiral Shares	\$ 3,487,100	\$ 3,408,231
119,414.6825	Prudential Mutual Funds	Vanguard Total Stock Market Index Fund Admiral Shares	6,009,338	6,696,776
93,812.8671	Prudential Mutual Funds	Vanguard Windsor II Fund Admiral Shares	5,477,621	5,849,232
53,683.4285	Prudential Mutual Funds	Vanguard PRIMECAP Fund Admiral Shares	4,446,280	5,842,368
72,336.4577	Prudential Mutual Funds	Vanguard Selected Value Fund	1,727,485	2,081,843
119,667.7815	Prudential Mutual Funds	Janus Balanced T Fund	3,342,988	3,500,283
48,487.0474	Prudential Mutual Funds	Prudential Jennison Mid Cap Growth Z Fund	* 1,717,319	1,706,259
29,546.6731	Prudential Mutual Funds	Eagle Small Cap Growth R5 Fund	1,518,215	1,622,703
36,378.1804	Prudential Mutual Funds	Harbor Capital Appreciation Admin Fund	2,088,612	2,030,994
13,524.3732	Prudential Mutual Funds	Victory Sycamore Small Company Opportunity I Fund	538,452	601,158
59,203.6700	Prudential Mutual Funds	American Funds Europacific Growth R4 Fund	2,756,529	2,619,762
355,620.3869	Prudential Mutual Funds	Prudential Total Return Bond Z Fund	* 5,231,341	5,007,135
11,748.2613	Prudential Mutual Funds	Harbor International Admin Fund	725,902	684,454
164,542.0131	Prudential Retirement Insurance & Annuity Company	Principal Preservation Separate Account	* 4,297,708	4,426,081
		Participant Loans, Various Due Dates, 4.25% Interest Rate	-	21,263

*Parties-in-interest

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN

FINANCIAL STATEMENTS

December 31, 2016

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INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS

Plan Administrator
Fisher Auto Parts 401(k) Plan
Staunton, Virginia

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Fisher Auto Parts 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in NOTE 3, which was certified by Prudential Bank & Trust, FSB, Hartford, Connecticut, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and additional schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2016, and 2015, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The additional schedule of statement of net assets available for benefits as of or for the year ended December 31, 2016, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this additional schedule referred to above.

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

The form and content of the information included in the financial statements and additional schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion,

are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

EMORE. HUPP & COMPANY, P.L.C.

Staunton, Virginia
July 17, 2017

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ASSETS		
Investments at fair value	\$ 41,651,198	\$ 27,943,424
Investments at contract value	<u>4,426,081</u>	<u>2,494,031</u>
	<u>46,077,279</u>	<u>30,437,455</u>
Receivables:		
Employer's contributions	390,910	259,844
Notes receivable from participants	<u>21,263</u>	<u>-</u>
Total receivables	<u>412,173</u>	<u>259,844</u>
TOTAL ASSETS	46,489,452	30,697,299
LIABILITIES		
Excess contributions payable	<u>62,995</u>	<u>90,554</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation (depreciation)		
in fair value of investments	\$ 1,943,105	\$ (472,627)
Interest	40,370	35,539
Dividends	<u>628,597</u>	<u>454,495</u>
	2,612,072	17,407
Interest income from notes		
receivable from participants	<u>660</u>	<u>-</u>
	<u>2,612,732</u>	<u>17,407</u>
Contributions:		
Employer's, net of forfeitures	393,852	259,844
Participants', net of excess		
contributions	2,288,911	1,907,879
Participants' rollover	<u>154,172</u>	<u>211,951</u>
	<u>2,836,935</u>	<u>2,379,674</u>
Assets transferred in	<u>13,492,478</u>	<u>-</u>
 TOTAL ADDITIONS	 <u>18,942,145</u>	 <u>2,397,081</u>
DEDUCTIONS FROM NET ASSETS		
ATTRIBUTED TO:		
Benefits paid to participants	3,096,494	3,172,854
Administrative expenses	<u>25,939</u>	<u>19,221</u>
 TOTAL DEDUCTIONS	 <u>3,122,433</u>	 <u>3,192,075</u>
 NET INCREASE (DECREASE)	 15,819,712	 (794,994)
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	<u>30,606,745</u>	<u>31,401,739</u>
END OF YEAR	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION

The following description of the Fisher Auto Parts (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Agreement for a more complete description of Plan provisions.

General

The Plan is a defined contribution plan covering all employees of the Company on the first day of the month following sixty (60) days of service, and are age eighteen or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). On July 1, 2016, the assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. As a result of this merger, the Plan document for the Fisher Auto Parts 401(k) Plan was amended and restated as of July 1, 2016.

Contributions

Each year, participants may defer up to 100 percent of pretax annual compensation, as defined in the Plan. Participant deferrals are subject to a maximum of \$18,000 for 2016, as defined in Internal Revenue Code Section 402(g). If participants have attained the age of 50, they may make additional catch-up contributions as allowed under Internal Revenue Code 401(k). Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Company may, at its discretion, match elective deferral contributions from employees each year. For the years ended December 31, 2016 and 2015, the Company contributed 100 percent of the first 2 percent of base compensation that a participant contributed to the Plan, not exceeding \$420. Employer contributions totaled \$393,852 and \$259,844 for the years ended December 31, 2016 and 2015, respectively.

Participant Accounts

Each participant's account is credited with the participant's contributions, Company matching contributions, and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching portion of the participant's account plus actual earnings thereon is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested</u>
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Notes Receivable from Participants

On July 1, 2016, assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. The Plan at Fisher Auto Parts, Inc. does not allow participant loans. However, with this merger, the Plan has been modified to allow rollovers of existing participant loans. Principal and interest are paid ratably through monthly payroll deductions on these loans until they are paid in full.

Investment Options

Upon enrollment in the Plan, a participant may direct employee and employer contributions to the following investment categories:

Mutual Funds

Vanguard Total Bond Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. Aggregate Float Adjusted Index. The investment seeks the performance of a broad, market-weighted bond index.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vanguard Total Stock Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that measures the investment return of the overall stock market.

Vanguard Windsor II Fund Admiral Shares - Funds are invested in shares of a registered investment company that invests mainly in large- and mid-capitalization companies whose stocks are considered by an advisor to be undervalued. The investment seeks to provide long-term capital appreciation and income.

Vanguard PRIMECAP Fund Admiral Shares - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation. The fund invests in stocks considered to have above-average earnings growth potential that is not reflected in their current market prices. Its portfolio consists predominantly of large- and mid-capitalization stocks.

Vanguard Selected Value Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation and income through investing in common stocks of mid-size U.S. companies that are considered undervalued.

Janus Balanced T Fund - Funds are invested in shares of a registered investment company that pursues its investment objective of long-term capital growth by normally investing 35-65% of its assets in equity securities and the remaining assets in fixed-income securities and cash equivalents.

Prudential Jennison Mid Cap Growth Z Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its investable assets in equity and equity-related securities of medium-sized companies with the potential for above-average growth.

Eagle Small Cap Growth R5 Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its net assets in the stocks of small-capitalization companies.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Harbor Capital Appreciation Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing in primarily in equity securities, principally common and preferred stocks, of U.S. companies with market capitalization of at least one billion dollars at the time of purchase and that the subadvisor considers having above-average prospects for growth.

Victory Sycamore Small Company Opportunity I Fund - Funds are invested in shares of a registered investment company that seeks capital appreciation through investing primarily in equity securities of smaller companies that are believed to be undervalued relative to the underlying earnings potential of the company.

Harbor International Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term total return, principally from growth of capital through investing normally in a minimum of ten countries throughout the world, focusing on companies located in Europe, the Pacific Basin and emerging industrialized countries whose economies and political regimes appear stable.

American Funds Europacific Growth R4 Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing primarily in common stocks of issuers in Europe and the Pacific Basin that the investment advisor believes have the potential for growth.

Prudential Total Return Bond Z Fund - Funds are invested in shares of a registered investment company that seeks total return. The fund will seek to achieve its objective through a mix of current income and capital appreciation as determined by the fund's investment subadvisor.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Guaranteed Investment Contract

Principal Preservation Separate Account - Funds are invested in a stable value product that provides insulation protection from the general account for plans and participants; in addition to competitive, stable returns and full guarantee of principal and accumulated interest.

Participants may change their investment option at any time.

Payment of Benefits

Upon attainment of age 59 1/2, termination of service due to death, disability, retirement, or other reasons, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest, or annual installments over a term certain not extending beyond normal life expectancy.

Forfeited Accounts

At December 31, 2016, forfeited nonvested accounts totaled \$14,193. Forfeited accounts are first used to pay Plan expenses and then to meet the employer's contribution obligations to the Plan.

Reclassification

The classification of certain amounts within the financial statements for the year ended 2015, have been changed to be consistent with the classification adopted by the Company in 2016.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Date of Management's Review

The Company has evaluated subsequent events through July 17, 2017, the date which the financial statements were available to be issued.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value (except for the fully benefit-responsive investment contract, which is reported at contract value). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See NOTE 4 for discussion of fair value measurements.

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

Notes Receivable from Participants

Loans to participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Loans are secured by the balance in the participant's account, so collectibility is reasonably assured.

Excess Contributions

Contributions received from participants for 2016 are net of payments of \$62,995 made in March 2017 to certain active participants to return to them excess deferral contributions as required to satisfy the relevant nondiscrimination provisions of the Plan. That amount is also included in the

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Plan's statements of net assets available for benefits as excess contributions payable at December 31, 2016.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the annual maintenance of participant accounts, the payment of benefits and the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 3 - INFORMATION PREPARED AND CERTIFIED BY THE TRUSTEE

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

	December 31,	
	2016	2015
Investments, at fair value:		
Vanguard Total Bond Market Index Fund		
Admiral Shares	\$ 3,408,231	\$ 3,222,410
Vanguard Total Stock Market Index Fund		
Admiral Shares	6,696,776	5,740,919
Vanguard Windsor II Fund Admiral Shares	5,849,232	3,356,237
Vanguard PRIMECAP Fund Admiral Shares	5,842,368	5,366,806
Vanguard Selected Value Fund	2,081,843	1,596,414
Janus Balanced T Fund	3,500,283	3,225,320
Prudential Jennison Mid Cap		
Growth Z Fund	1,706,259	1,531,861
Eagle Small Cap Growth R5 Fund	1,622,703	1,048,013
Harbor Capital Appreciation Admin Fund	2,030,994	540,461
Victory Sycamore Small Company		
Opportunity I Fund	601,158	207,632
American Funds Europacific		
Growth R4 Fund	2,619,762	1,294,817
Prudential Total Return Bond Z Fund	5,007,135	329,320
Harbor International Admin Fund	684,454	483,214
Notes receivable from participants	21,263	-
Investments, at contract value:		
Principal Preservation Separate Account	4,426,081	2,494,031
Investment income	2,612,072	17,407

NOTE 4 - FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets of liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 – FAIR VALUE MEASUREMENTS (continued)

of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2

Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2016 and 2015.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net assets value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth, by level with the fair value hierarchy, the Plan's investments at fair value as of December 31, 2016 and 2015:

	<u>December 31, 2016</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 41,651,198
	<u>December 31, 2015</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 27,943,424

Transfers between Levels

For years ended December 31, 2016 and 2015, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

The Company adopted FASB ASU 2015-12 for the year ended December 31, 2016. The accounting standard update provides for a change in Plan investment disclosures. This change has been applied retroactive to the year ended December 31, 2015 and the required disclosures have been revised.

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY

In 2012, the Plan entered into a guaranteed investment contract with Prudential Retirement Insurance & Annuity Company. Prudential maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Prudential, represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Under the group annuity insurance contract that supports this product, participants may ordinarily direct permitted withdrawal or transfers of all or a portion of their account balance at contract value within reasonable timeframes. Contract value represents deposits made to the contract, plus

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL
RETIREMENT INSURANCE & ANNUITY COMPANY (continued)

earnings at guaranteed crediting rates, less withdrawals and fees. Contract value is also often referred to as "Book Value". The contract is effected directly between the Plan Sponsor (or their Trustee) and the issuer. The repayment of principal and interest credited to participants is a financial obligation of the issuer. Given these provisions, Prudential considers this contract to be fully benefit-responsive.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The contract value of the investment contract at December 31, 2016 and 2015 was \$4,426,081 and \$2,494,031, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 1.25%. Such interest rates are reviewed on a quarterly basis for resetting.

There are not any events that would limit the ability of the Plan to transact at contract value paid either immediately or, depending upon the rate environment and cash flow levels, over time.

There are not any events that allow the issuer to terminate the contract and which require the Plan Sponsor to settle at an amount different than contract value paid either within 90 days or over time.

NOTE 6 - PLAN MERGER

On July 1, 2016, K.O.I. Enterprises, Inc., a Subsidiary of Fisher Auto Parts, Inc. terminated the K.O.I. Employees Retirement Plan. All participants in the K.O.I. Employees Retirement Plan became 100 percent vested in that Plan upon termination and their account balance was merged into the Fisher Auto Parts 401(k) Plan. An aggregate of \$13,492,478, \$40,211 in notes receivable from participants, including interest, and \$13,452,267 in participants accounts was merged into the Plan during the year ended December 31, 2016, and is included in assets transferred in on the statement of changes in net assets available for benefits.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 7 - PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by Prudential Investment Management, Inc. Prudential Bank & Trust, FSB, is Trustee and Prudential Retirement Insurance & Annuity Company is the recordkeeper, as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment.

For the year ended December 31, 2016 and 2015, the Plan held 404,107.434 and 66,236.725 shares of Prudential Bank & Trust, FSB mutual funds, respectively, at a cost of \$6,948,660 and \$1,845,355, respectively and a current market value of \$6,713,394 and \$1,861,181, respectively.

For the year ended December 31, 2016 and 2015, the Plan held 164,542.013 and 93,899.061 shares of Prudential Retirement Insurance & Annuity Company guaranteed investment contract, respectively, at a cost of \$4,297,708 and \$2,391,248, respectively and a current market value of \$4,426,081 and \$2,494,031, respectively.

A portion of the Plan's assets is invested in both of these parties' entities by mutual funds and a guaranteed investment contract. Because of the relationships described in the above paragraphs, both the sales and purchases of Prudential Bank & Trust, FSB mutual funds and Prudential Retirement Insurance & Annuity Company guaranteed investment contract qualify as party-in-interest transactions. All of these transactions are exempt from the prohibited transaction rule.

NOTE 8 - PLAN TERMINATION

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 9 - INCOME TAXES

The Internal Revenue Service has determined and informed the Company by a letter dated April 29, 2014, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

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 (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the United States Department of Labor. The Plan is subject to routine audits by taxing jurisdiction; however, there are currently no audits for any tax periods in progress.

NOTE 10 - RISKS AND UNCERTAINTIES

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 11 - RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H
OF FORM 5500

The following is a reconciliation of contributions-participants', net of excess contributions per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Contributions:	
Participants', net of excess contributions per the financial statement	\$ 2,288,911
 Add: Excess contributions (corrective distributions Schedule H of Form 5500)	 <u>62,995</u>
 Contributions received in cash from participants per Schedule H of Form 5500	 <u>\$ 2,351,906</u>

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Benefits paid to participants:	
Benefits paid, per the financial statement	\$ 3,096,494
 Less: Certain deemed distributions of participant loans (Schedule H of Form 5500)	 <u>8,911</u>
 Benefit payments directly to participants or beneficiaries, including direct rollovers per Schedule H of Form 5500	 <u>\$ 3,087,583</u>

FISHER AUTO PARTS 401(K) PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT YEAR END
Year Ended December 31, 2016

SHARES/PAR VALUE	IDENTITY OF ISSUE	DESCRIPTION OF ASSET	COST	CURRENT VALUE
320,021.7044	Prudential Mutual Funds	Vanguard Total Bond Market Index Fund Admiral Shares	\$ 3,487,100	\$ 3,408,231
119,414.6825	Prudential Mutual Funds	Vanguard Total Stock Market Index Fund Admiral Shares	6,009,338	6,696,776
93,812.8671	Prudential Mutual Funds	Vanguard Windsor II Fund Admiral Shares	5,477,621	5,849,232
53,683.4285	Prudential Mutual Funds	Vanguard PRIMECAP Fund Admiral Shares	4,446,280	5,842,368
72,336.4577	Prudential Mutual Funds	Vanguard Selected Value Fund	1,727,485	2,081,843
119,667.7815	Prudential Mutual Funds	Janus Balanced T Fund	3,342,988	3,500,283
48,487.0474	Prudential Mutual Funds	Prudential Jennison Mid Cap Growth Z Fund	* 1,717,319	1,706,259
29,546.6731	Prudential Mutual Funds	Eagle Small Cap Growth R5 Fund	1,518,215	1,622,703
36,378.1804	Prudential Mutual Funds	Harbor Capital Appreciation Admin Fund	2,088,612	2,030,994
13,524.3732	Prudential Mutual Funds	Victory Sycamore Small Company Opportunity I Fund	538,452	601,158
59,203.6700	Prudential Mutual Funds	American Funds Europacific Growth R4 Fund	2,756,529	2,619,762
355,620.3869	Prudential Mutual Funds	Prudential Total Return Bond Z Fund	* 5,231,341	5,007,135
11,748.2613	Prudential Mutual Funds	Harbor International Admin Fund	725,902	684,454
164,542.0131	Prudential Retirement Insurance & Annuity Company	Principal Preservation Separate Account	* 4,297,708	4,426,081
		Participant Loans, Various Due Dates, 4.25% Interest Rate	-	21,263

*Parties-in-interest

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN

FINANCIAL STATEMENTS

December 31, 2016

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INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS

Plan Administrator
Fisher Auto Parts 401(k) Plan
Staunton, Virginia

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Fisher Auto Parts 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in NOTE 3, which was certified by Prudential Bank & Trust, FSB, Hartford, Connecticut, the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and additional schedule. We have been informed by the Plan Administrator that the Trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the Trustee as of and for the years ended December 31, 2016, and 2015, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The additional schedule of statement of net assets available for benefits as of or for the year ended December 31, 2016, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this additional schedule referred to above.

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

The form and content of the information included in the financial statements and additional schedule, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion,

are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

EMORE. HUPP & COMPANY, P.L.C.

Staunton, Virginia
July 17, 2017

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ASSETS		
Investments at fair value	\$ 41,651,198	\$ 27,943,424
Investments at contract value	<u>4,426,081</u>	<u>2,494,031</u>
	<u>46,077,279</u>	<u>30,437,455</u>
Receivables:		
Employer's contributions	390,910	259,844
Notes receivable from participants	<u>21,263</u>	<u>-</u>
Total receivables	<u>412,173</u>	<u>259,844</u>
TOTAL ASSETS	46,489,452	30,697,299
LIABILITIES		
Excess contributions payable	<u>62,995</u>	<u>90,554</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation (depreciation)		
in fair value of investments	\$ 1,943,105	\$ (472,627)
Interest	40,370	35,539
Dividends	<u>628,597</u>	<u>454,495</u>
	2,612,072	17,407
Interest income from notes		
receivable from participants	<u>660</u>	<u>-</u>
	<u>2,612,732</u>	<u>17,407</u>
Contributions:		
Employer's, net of forfeitures	393,852	259,844
Participants', net of excess		
contributions	2,288,911	1,907,879
Participants' rollover	<u>154,172</u>	<u>211,951</u>
	<u>2,836,935</u>	<u>2,379,674</u>
Assets transferred in	<u>13,492,478</u>	<u>-</u>
 TOTAL ADDITIONS	 <u>18,942,145</u>	 <u>2,397,081</u>
DEDUCTIONS FROM NET ASSETS		
ATTRIBUTED TO:		
Benefits paid to participants	3,096,494	3,172,854
Administrative expenses	<u>25,939</u>	<u>19,221</u>
 TOTAL DEDUCTIONS	 <u>3,122,433</u>	 <u>3,192,075</u>
 NET INCREASE (DECREASE)	 15,819,712	 (794,994)
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	<u>30,606,745</u>	<u>31,401,739</u>
END OF YEAR	<u>\$ 46,426,457</u>	<u>\$ 30,606,745</u>

See notes to financial statements.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION

The following description of the Fisher Auto Parts (the Company) 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Agreement for a more complete description of Plan provisions.

General

The Plan is a defined contribution plan covering all employees of the Company on the first day of the month following sixty (60) days of service, and are age eighteen or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). On July 1, 2016, the assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. As a result of this merger, the Plan document for the Fisher Auto Parts 401(k) Plan was amended and restated as of July 1, 2016.

Contributions

Each year, participants may defer up to 100 percent of pretax annual compensation, as defined in the Plan. Participant deferrals are subject to a maximum of \$18,000 for 2016, as defined in Internal Revenue Code Section 402(g). If participants have attained the age of 50, they may make additional catch-up contributions as allowed under Internal Revenue Code 401(k). Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. The Company may, at its discretion, match elective deferral contributions from employees each year. For the years ended December 31, 2016 and 2015, the Company contributed 100 percent of the first 2 percent of base compensation that a participant contributed to the Plan, not exceeding \$420. Employer contributions totaled \$393,852 and \$259,844 for the years ended December 31, 2016 and 2015, respectively.

Participant Accounts

Each participant's account is credited with the participant's contributions, Company matching contributions, and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching portion of the participant's account plus actual earnings thereon is based on years of continuous service as follows:

<u>Years of Service</u>	<u>Vested</u>
Less than 2	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Notes Receivable from Participants

On July 1, 2016, assets of the K.O.I. Employees Retirement Plan were merged into the Fisher Auto Parts 401(k) Plan. The Plan at Fisher Auto Parts, Inc. does not allow participant loans. However, with this merger, the Plan has been modified to allow rollovers of existing participant loans. Principal and interest are paid ratably through monthly payroll deductions on these loans until they are paid in full.

Investment Options

Upon enrollment in the Plan, a participant may direct employee and employer contributions to the following investment categories:

Mutual Funds

Vanguard Total Bond Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. Aggregate Float Adjusted Index. The investment seeks the performance of a broad, market-weighted bond index.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Vanguard Total Stock Market Index Fund Admiral Shares - Funds are invested in shares of a registered investment company that measures the investment return of the overall stock market.

Vanguard Windsor II Fund Admiral Shares - Funds are invested in shares of a registered investment company that invests mainly in large- and mid-capitalization companies whose stocks are considered by an advisor to be undervalued. The investment seeks to provide long-term capital appreciation and income.

Vanguard PRIMECAP Fund Admiral Shares - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation. The fund invests in stocks considered to have above-average earnings growth potential that is not reflected in their current market prices. Its portfolio consists predominantly of large- and mid-capitalization stocks.

Vanguard Selected Value Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation and income through investing in common stocks of mid-size U.S. companies that are considered undervalued.

Janus Balanced T Fund - Funds are invested in shares of a registered investment company that pursues its investment objective of long-term capital growth by normally investing 35-65% of its assets in equity securities and the remaining assets in fixed-income securities and cash equivalents.

Prudential Jennison Mid Cap Growth Z Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its investable assets in equity and equity-related securities of medium-sized companies with the potential for above-average growth.

Eagle Small Cap Growth R5 Fund - Funds are invested in shares of a registered investment company that seeks long-term capital appreciation through investing at least 80% of its net assets in the stocks of small-capitalization companies.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Harbor Capital Appreciation Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing in primarily in equity securities, principally common and preferred stocks, of U.S. companies with market capitalization of at least one billion dollars at the time of purchase and that the subadvisor considers having above-average prospects for growth.

Victory Sycamore Small Company Opportunity I Fund - Funds are invested in shares of a registered investment company that seeks capital appreciation through investing primarily in equity securities of smaller companies that are believed to be undervalued relative to the underlying earnings potential of the company.

Harbor International Admin Fund - Funds are invested in shares of a registered investment company that seeks long-term total return, principally from growth of capital through investing normally in a minimum of ten countries throughout the world, focusing on companies located in Europe, the Pacific Basin and emerging industrialized countries whose economies and political regimes appear stable.

American Funds Europacific Growth R4 Fund - Funds are invested in shares of a registered investment company that seeks long-term growth of capital through investing primarily in common stocks of issuers in Europe and the Pacific Basin that the investment advisor believes have the potential for growth.

Prudential Total Return Bond Z Fund - Funds are invested in shares of a registered investment company that seeks total return. The fund will seek to achieve its objective through a mix of current income and capital appreciation as determined by the fund's investment subadvisor.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION (continued)

Guaranteed Investment Contract

Principal Preservation Separate Account - Funds are invested in a stable value product that provides insulation protection from the general account for plans and participants; in addition to competitive, stable returns and full guarantee of principal and accumulated interest.

Participants may change their investment option at any time.

Payment of Benefits

Upon attainment of age 59 1/2, termination of service due to death, disability, retirement, or other reasons, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest, or annual installments over a term certain not extending beyond normal life expectancy.

Forfeited Accounts

At December 31, 2016, forfeited nonvested accounts totaled \$14,193. Forfeited accounts are first used to pay Plan expenses and then to meet the employer's contribution obligations to the Plan.

Reclassification

The classification of certain amounts within the financial statements for the year ended 2015, have been changed to be consistent with the classification adopted by the Company in 2016.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Date of Management's Review

The Company has evaluated subsequent events through July 17, 2017, the date which the financial statements were available to be issued.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value (except for the fully benefit-responsive investment contract, which is reported at contract value). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See NOTE 4 for discussion of fair value measurements.

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

Notes Receivable from Participants

Loans to participants are reported at their unpaid principal balances plus any accrued but unpaid interest. Loans are secured by the balance in the participant's account, so collectibility is reasonably assured.

Excess Contributions

Contributions received from participants for 2016 are net of payments of \$62,995 made in March 2017 to certain active participants to return to them excess deferral contributions as required to satisfy the relevant nondiscrimination provisions of the Plan. That amount is also included in the

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Plan's statements of net assets available for benefits as excess contributions payable at December 31, 2016.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the annual maintenance of participant accounts, the payment of benefits and the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 3 - INFORMATION PREPARED AND CERTIFIED BY THE TRUSTEE

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

	December 31,	
	2016	2015
Investments, at fair value:		
Vanguard Total Bond Market Index Fund		
Admiral Shares	\$ 3,408,231	\$ 3,222,410
Vanguard Total Stock Market Index Fund		
Admiral Shares	6,696,776	5,740,919
Vanguard Windsor II Fund Admiral Shares	5,849,232	3,356,237
Vanguard PRIMECAP Fund Admiral Shares	5,842,368	5,366,806
Vanguard Selected Value Fund	2,081,843	1,596,414
Janus Balanced T Fund	3,500,283	3,225,320
Prudential Jennison Mid Cap		
Growth Z Fund	1,706,259	1,531,861
Eagle Small Cap Growth R5 Fund	1,622,703	1,048,013
Harbor Capital Appreciation Admin Fund	2,030,994	540,461
Victory Sycamore Small Company		
Opportunity I Fund	601,158	207,632
American Funds Europacific		
Growth R4 Fund	2,619,762	1,294,817
Prudential Total Return Bond Z Fund	5,007,135	329,320
Harbor International Admin Fund	684,454	483,214
Notes receivable from participants	21,263	-
Investments, at contract value:		
Principal Preservation Separate Account	4,426,081	2,494,031
Investment income	2,612,072	17,407

NOTE 4 - FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets of liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 – FAIR VALUE MEASUREMENTS (continued)

of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1

Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2

Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2016 and 2015.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net assets value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth, by level with the fair value hierarchy, the Plan's investments at fair value as of December 31, 2016 and 2015:

	<u>December 31, 2016</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 41,651,198
	<u>December 31, 2015</u>
	<u>Level 1</u>
Assets at fair value:	
Mutual funds	\$ 27,943,424

Transfers between Levels

For years ended December 31, 2016 and 2015, there were no significant transfers between Levels 1 and 2 and no transfers in or out of Level 3.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 4 - FAIR VALUE MEASUREMENTS (continued)

The Company adopted FASB ASU 2015-12 for the year ended December 31, 2016. The accounting standard update provides for a change in Plan investment disclosures. This change has been applied retroactive to the year ended December 31, 2015 and the required disclosures have been revised.

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL RETIREMENT INSURANCE & ANNUITY COMPANY

In 2012, the Plan entered into a guaranteed investment contract with Prudential Retirement Insurance & Annuity Company. Prudential maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Prudential, represents contributions made under the contract, plus earnings, less participant withdrawals, and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Under the group annuity insurance contract that supports this product, participants may ordinarily direct permitted withdrawal or transfers of all or a portion of their account balance at contract value within reasonable timeframes. Contract value represents deposits made to the contract, plus

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 5 - GUARANTEED INVESTMENT CONTRACT WITH PRUDENTIAL
RETIREMENT INSURANCE & ANNUITY COMPANY (continued)

earnings at guaranteed crediting rates, less withdrawals and fees. Contract value is also often referred to as "Book Value". The contract is effected directly between the Plan Sponsor (or their Trustee) and the issuer. The repayment of principal and interest credited to participants is a financial obligation of the issuer. Given these provisions, Prudential considers this contract to be fully benefit-responsive.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The contract value of the investment contract at December 31, 2016 and 2015 was \$4,426,081 and \$2,494,031, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 1.25%. Such interest rates are reviewed on a quarterly basis for resetting.

There are not any events that would limit the ability of the Plan to transact at contract value paid either immediately or, depending upon the rate environment and cash flow levels, over time.

There are not any events that allow the issuer to terminate the contract and which require the Plan Sponsor to settle at an amount different than contract value paid either within 90 days or over time.

NOTE 6 - PLAN MERGER

On July 1, 2016, K.O.I. Enterprises, Inc., a Subsidiary of Fisher Auto Parts, Inc. terminated the K.O.I. Employees Retirement Plan. All participants in the K.O.I. Employees Retirement Plan became 100 percent vested in that Plan upon termination and their account balance was merged into the Fisher Auto Parts 401(k) Plan. An aggregate of \$13,492,478, \$40,211 in notes receivable from participants, including interest, and \$13,452,267 in participants accounts was merged into the Plan during the year ended December 31, 2016, and is included in assets transferred in on the statement of changes in net assets available for benefits.

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 7 - PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by Prudential Investment Management, Inc. Prudential Bank & Trust, FSB, is Trustee and Prudential Retirement Insurance & Annuity Company is the recordkeeper, as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment.

For the year ended December 31, 2016 and 2015, the Plan held 404,107.434 and 66,236.725 shares of Prudential Bank & Trust, FSB mutual funds, respectively, at a cost of \$6,948,660 and \$1,845,355, respectively and a current market value of \$6,713,394 and \$1,861,181, respectively.

For the year ended December 31, 2016 and 2015, the Plan held 164,542.013 and 93,899.061 shares of Prudential Retirement Insurance & Annuity Company guaranteed investment contract, respectively, at a cost of \$4,297,708 and \$2,391,248, respectively and a current market value of \$4,426,081 and \$2,494,031, respectively.

A portion of the Plan's assets is invested in both of these parties' entities by mutual funds and a guaranteed investment contract. Because of the relationships described in the above paragraphs, both the sales and purchases of Prudential Bank & Trust, FSB mutual funds and Prudential Retirement Insurance & Annuity Company guaranteed investment contract qualify as party-in-interest transactions. All of these transactions are exempt from the prohibited transaction rule.

NOTE 8 - PLAN TERMINATION

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 9 - INCOME TAXES

The Internal Revenue Service has determined and informed the Company by a letter dated April 29, 2014, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

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 (or asset) if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the United States Department of Labor. The Plan is subject to routine audits by taxing jurisdiction; however, there are currently no audits for any tax periods in progress.

NOTE 10 - RISKS AND UNCERTAINTIES

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

FISHER AUTO PARTS 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE 11 - RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H
OF FORM 5500

The following is a reconciliation of contributions-participants', net of excess contributions per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Contributions:	
Participants', net of excess contributions per the financial statement	\$ 2,288,911
 Add: Excess contributions (corrective distributions Schedule H of Form 5500)	 <u>62,995</u>
 Contributions received in cash from participants per Schedule H of Form 5500	 <u>\$ 2,351,906</u>

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2016 to Schedule H of Form 5500:

Benefits paid to participants:	
Benefits paid, per the financial statement	\$ 3,096,494
 Less: Certain deemed distributions of participant loans (Schedule H of Form 5500)	 <u>8,911</u>
 Benefit payments directly to participants or beneficiaries, including direct rollovers per Schedule H of Form 5500	 <u>\$ 3,087,583</u>

FISHER AUTO PARTS 401(K) PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT YEAR END
Year Ended December 31, 2016

SHARES/PAR VALUE	IDENTITY OF ISSUE	DESCRIPTION OF ASSET	COST	CURRENT VALUE
320,021.7044	Prudential Mutual Funds	Vanguard Total Bond Market Index Fund Admiral Shares	\$ 3,487,100	\$ 3,408,231
119,414.6825	Prudential Mutual Funds	Vanguard Total Stock Market Index Fund Admiral Shares	6,009,338	6,696,776
93,812.8671	Prudential Mutual Funds	Vanguard Windsor II Fund Admiral Shares	5,477,621	5,849,232
53,683.4285	Prudential Mutual Funds	Vanguard PRIMECAP Fund Admiral Shares	4,446,280	5,842,368
72,336.4577	Prudential Mutual Funds	Vanguard Selected Value Fund	1,727,485	2,081,843
119,667.7815	Prudential Mutual Funds	Janus Balanced T Fund	3,342,988	3,500,283
48,487.0474	Prudential Mutual Funds	Prudential Jennison Mid Cap Growth Z Fund	* 1,717,319	1,706,259
29,546.6731	Prudential Mutual Funds	Eagle Small Cap Growth R5 Fund	1,518,215	1,622,703
36,378.1804	Prudential Mutual Funds	Harbor Capital Appreciation Admin Fund	2,088,612	2,030,994
13,524.3732	Prudential Mutual Funds	Victory Sycamore Small Company Opportunity I Fund	538,452	601,158
59,203.6700	Prudential Mutual Funds	American Funds Europacific Growth R4 Fund	2,756,529	2,619,762
355,620.3869	Prudential Mutual Funds	Prudential Total Return Bond Z Fund	* 5,231,341	5,007,135
11,748.2613	Prudential Mutual Funds	Harbor International Admin Fund	725,902	684,454
164,542.0131	Prudential Retirement Insurance & Annuity Company	Principal Preservation Separate Account	* 4,297,708	4,426,081
		Participant Loans, Various Due Dates, 4.25% Interest Rate	-	21,263

*Parties-in-interest

See notes to financial statements.