

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 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)	

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>RED BOOK CONNECT, LLC 401(K) PLAN</u>	1b	Three-digit plan number (PN) ► <u>001</u>
		1c	Effective date of plan <u>01/01/2014</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>RED BOOK CONNECT, LLC</u> <u>3440 PRESTON RIDGE ROAD</u> <u>SUITE 650,</u> <u>ALPHARETTA, GA 30005</u>	2b	Employer Identification Number (EIN) <u>80-0841558</u>
		2c	Plan Sponsor's telephone number <u>404-469-9472</u>
		2d	Business code (see instructions) <u>541512</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.	10/05/2017	SCOTT QUESNEL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN
	3c Administrator's telephone number
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	5 520
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year.....	6a(1) 435
a(2) Total number of active participants at the end of the plan year	6a(2) 401
b Retired or separated participants receiving benefits.....	6b 0
c Other retired or separated participants entitled to future benefits	6c 135
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 536
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 2
f Total. Add lines 6d and 6e	6f 538
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 531
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 60
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: 2F 2G 2J 2K 2S 2T 3B 3D 2E	
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)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(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	b General Schedules
(1) ☒ R (Retirement Plan Information)	(1) ☒ H (Financial Information)
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2) ☐ I (Financial Information – Small Plan)
(3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(3) ☐ 0 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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 <div style="text-align: center; font-size: 1.2em;">2016</div> 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 RED BOOK CONNECT, LLC 401(K) PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 RED BOOK CONNECT, LLC	D Employer Identification Number (EIN) 80-0841558

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 FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

(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)

ROYAL ALLIANCE ASSOC.

93-0987232

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 61	ADVISOR	49639	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
37 60 64 65	RECORDKEEPER	3156	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
ROYAL ALLIANCE ASSOC.	61	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.	
OPPHMR INTL GRTH Y - OPPENHEIMERFU 13-2953455	\$5M+=0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ROYAL ALLIANCE ASSOC.	61	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.	
PIONEER BOND Y - PIONEER FUNDS DIS 04-3042318	\$0-<\$50M=0.50%, \$50M+=0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
ROYAL ALLIANCE ASSOC.	61	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.	
PIONEER EQ INCOME Y - PIONEER FUND 04-3042318	\$0-<\$50M=0.50%, \$50M+=0.25%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
AM CENT DISCPL GR IS - AMERICAN CE 44-0619208	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
AMCENT INFL-ADJBD IV - AMERICAN CE 44-0619208	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
BLKRRK HI YLD BD INST - BNY MELLON P.O. BOX 9793 PROVIDENCE, RI 02940	0.25%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
DREYFUS INTL BOND I - DREYFUS TRAN 200 PARK AVENUE NEW YORK, NY 10166	0.25%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
FED CLOVER SM VAL IS - STATE STREE 04-0025081	0.35%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
GS EM MKT EQ INS IR - GOLDMAN, SAC 13-5108880	0.25%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
INVS AMER VALUE Y - INVESCO INVEST 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
JANUS ENTERPRISE T - JANUS SERVICE 43-1804048	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
JANUS TRITON I - JANUS SERVICES LL 43-1804048	0.10%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
MAINSTAY INDEX BND I - NYLIM SERVI 52-2206685	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
NUVEEN EQUITY IDX I - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
NUVEEN MDCP INDEX I - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.15%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
NUVEEN SM CP IDX I - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
OPPHMR INTL GRTH Y - OFI GLOBAL AS 225 LIBERTY STREET NEW YORK, NY 10281	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.	
P/QMA MID CAP VAL Z - PRUDENTIAL M	0.25%	
22-3703799		

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PIONEER BOND Y - BOSTON FINANCIAL P.O. BOX 8480 BOSTON, MA 02266	0.35%	
(a) Enter service provider name as it appears on line 2		(b) Service Codes (see instructions)
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PIONEER EQ INCOME Y - BOSTON FINAN 330 W. 9TH STREET KANSAS CITY, MO 66160	0.35%	
(a) Enter service provider name as it appears on line 2		(b) Service Codes (see instructions)
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
VOYA MID CAP OPPTS I - BNY MELLON I P.O. BOX 9793 PROVIDENCE, RI 02940	0.25%	

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) <small>Internal Revenue Service</small> <hr/> <small>Department of Labor</small> <small>Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 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 RED BOOK CONNECT, LLC 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 RED BOOK CONNECT, LLC	D Employer Identification Number (EIN) 80-0841558	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	336522	512909
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	92967	211526
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	8568584	12367633
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	8998073	13092068

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	8998073	13092068
---	-----------	---------	----------

Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	928766	
(B) Participants	2a(1)(B)	2677127	
(C) Others (including rollovers)	2a(1)(C)	376715	
(2) Noncash contributions	2a(2)	0	3982608
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	228	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	4349	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		4577
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	543693
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	543693	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		543693
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	0
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	0
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		482834
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		5013712

Expenses**e** Benefit payment and payments to provide benefits:

(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	865267	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		865267
f Corrective distributions (see instructions)	2f		1006
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other	2i(4)	52795	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		52795
j Total expenses. Add all expense amounts in column (b) and enter total	2j		919068

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		4094644
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		649

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: **AGL CPA GROUP, LLC**

(2) EIN: **47-1077462**

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		1281856
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		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	
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)
ORDEREZE.COM, LLC	46-2368956	001

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>RED BOOK CONNECT, LLC 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>RED BOOK CONNECT, LLC</u>	D Employer Identification Number (EIN) <u>80-0841558</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	
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>04-6568107</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
-----------------	---------------------------------

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 / / .	

**Red Book Connect, LLC 401(k) Plan
(EIN#80-0841558) Plan 001**

**Financial Statements and
Independent Auditors' Report**

December 31, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrators of
Red Book Connect, LLC 401(k) Plan

Report on Financial Statements

We were engaged to audit the accompanying financial statements of Red Book Connect, LLC 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, 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.

Auditors' 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 matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2016 and 2015, and for the year ended December 31, 2016, 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 – Supplemental Schedule

The supplemental schedule of delinquent participant contributions for the year ended December 31, 2016 and schedule of assets held at the end of year as of December 31, 2016 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis from Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental 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 supplemental 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.

AGL CPA Group, LLC

Duluth, Georgia
October 4, 2017

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

<i>December 31,</i>	2016	2015
ASSETS		
Investments (at fair value)	\$ 12,880,542	\$ 8,905,106
Participants' contributions receivable	102,475	71,436
Employer's contributions receivable	35,666	28,324
Notes receivable from participants	211,526	92,967
Total receivables	349,667	192,727
Total assets	13,230,209	9,097,833
LIABILITIES		
Corrective distributions payable	18,204	-
Deemed distributed loans payable	-	8,750
Total liabilities	18,204	8,750
NET ASSETS AVAILABLE FOR BENEFITS	\$ 13,212,005	\$ 9,089,083

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

<i>Year ended December 31,</i>	2016
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment gain:	
Net appreciation in fair value of investments	\$ 482,834
Interest and dividends	548,270
Total investment gain	1,031,104
Contributions:	
Participants	2,708,166
Employer's	936,108
Rollover	376,715
Total contributions	4,020,989
Total additions	5,052,093
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	857,523
Corrective distributions	18,204
Administrative expenses	52,795
Total deductions	928,522
NET INCREASE	4,123,571
TRANSFERS FROM THE PLAN	(649)
NET ASSETS AVAILABLE FOR BENEFITS:	
BEGINNING OF YEAR	9,089,083
END OF YEAR	\$ 13,212,005

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN

The following description of Red Book Connect, LLC 401(k) Plan (the “Plan”) is provided for general informational purposes only. More complete information regarding the Plan’s provisions may be found in the Plan Document.

General – The Plan is a defined contribution plan established by Red Book Connect, LLC, (the “Company”), under the provisions of Section 401(k) of the Internal Revenue Code (“IRC”). The Plan covers all eligible employees and is administered by the Plan Administrator. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Plan amendment – Effective August 24, 2015, the Company amended and restated the Plan and elected to spinoff from the Plan participant accounts of Ordereze.com, LLC employees. Effective at the spinoff, Ordereze.com employees were excluded from participating in the Plan. In connection with the spinoff, participant accounts for Ordereze.com employees were transferred into a newly created plan.

Eligibility – Employees are eligible to participate in the Plan upon attaining three months of service and reaching the age of 21.

Contributions – Once an employee meet the eligibility requirements, the participant becomes automatically enrolled into the Plan at a 3% deferral percentage, as specified in the Plan Document. After enrollment, participants have the option to change deferral percentage at any time. Participants may elect to defer both pre-tax and after tax portions of their annual compensation, up to 100% of his or her annual salary, subject to IRC limitations. Participants with a deferral rate greater than zero, and who are not suspended from making contributions, will have that deferral automatically increased annually by 1% until a deferral rate of 6% is reached.

The Company may make both matching and discretionary contributions. Discretionary contributions will be allocated to the participants’ accounts in the same ratio as each participant’s compensation bears to the total compensation of all qualifying participants and allocated to investment funds, as the participant’s contributions are allocated. If the participant’s account does not allocate to an investment fund, the discretionary contributions are then allocated to a money market account in the participant’s account. Participants are eligible to receive Company matching and discretionary contributions after one year of service.

Participant accounts – Each participant’s account is credited with the participant’s contribution and allocations of the Company’s contributions. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s account.

Vesting – All participants’ contributions and earnings thereon are fully vested. Vesting in the Company contribution portion of their accounts plus actual earnings thereon is determined by years of continuous service. Participants will become 50% vested after one year of continuous service and 100% vested after two years of continuous service.

Forfeited accounts – Forfeitures of terminated participants’ non-vested accounts are used to reduce future Company contributions and pay administrative expenses of the Plan. As of December 31, 2016 and 2015, there were \$123,347 and \$97,705 forfeited, respectively. No forfeitures were used to pay Plan expenses in 2016. The Plan Administrator expects to use these amounts to reduce Company contributions.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN (CONTINUED)

Benefits – The full value of a participant’s account is paid when (1) the participant retires at age 59 1/2 or later; (2) the participant becomes permanently disabled; (3) the participant terminates employment; or (4) the participant dies while an active participant in the Plan. Participants who terminate employment with less than two years of service receive the vested portion of their account balance.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting – The accompanying financial statements are prepared on the accrual basis of accounting.

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

Payments of benefits – Benefits are recorded when paid.

Investment valuation and income recognition – Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note H for discussion of fair value measurements.

The Plan presents, in the statement of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of its investments which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments.

Net depreciation includes the Plan’s gains and losses on investments bought and sold as well as held during the year. 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.

Administrative expenses – Administrative fees paid by the Plan were \$52,795 for the year ended December 31, 2016.

Fair value measurements – FASB ASC 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels 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.
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RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair value measurements (continued)

Level 2	Inputs to the valuation methodology include: <ul style="list-style-type: none">• 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; and• 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's 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Money market: Valued at cost, which approximates fair value using Level 1 inputs.

Mutual funds: Valued at quoted prices in active markets based on the last reported sales price of the fund on the last day of business of the year on a national exchange using Level 1 inputs.

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

Change in accounting principle – In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2015-07, Disclosures for Investments in Certain Entities that Calculate Net Asset Value Per Share (or its Equivalent), (ASU 2015-07). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy investments for which fair values are estimated using the net asset value practical expedient provided by Accounting Standards Codification 820, Fair Value Measurement. Disclosures about investments in certain entities that calculate net asset value per share are limited under ASU 2015-07 to those investments for which the entity has elected to estimate the fair value using the net asset value practical expedient. ASU 2015-07 is effective for entities (other than public business entities) for fiscal years beginning after December 15, 2016, with retrospective application to all periods presented. Early application is permitted. Plan management has elected to adopt the provisions of ASU 2015-07.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in accounting principle (continued)

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I of the ASU eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provide certain disclosures. Contract value is the only required measure for fully benefit-responsive investment contracts. Part II of the ASU eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. It also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risk. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III of the ASU allows a plan with a fiscal year end that doesn't coincide with the end of a calendar month to measure its investments and investment-related accounts using the month end closest to its fiscal year end. The ASU is effective for fiscal years beginning after December 15, 2015. Parts I and II are to be applied retrospectively. Part III is to be applied prospectively. Parts I and III do not apply to this Plan.

Subsequent events – Subsequent events have been evaluated through October 4, 2017, which is the date the financial statements were available to be issued.

NOTE C – TAX STATUS

The Plan is a volume submitter 401(k) profit sharing plan created by Fidelity Management & Research Co. (Fidelity). The Internal Revenue Service has determined and informed Fidelity by a letter dated March 31, 2014, that the prototype is designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has not obtained an individual determination letter and has been amended since receiving Fidelity's opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC and has no income subject to unrelated business income tax. The Plan's income tax returns for the past three years are subject to examination by taxing authorities and may change upon examination.

NOTE D – 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% vested in their accounts.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE E – CERTIFIED INFORMATION

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- b. Investment activity, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- c. The schedule of assets held as of December 31, 2016.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

NOTE F – PARTIES-IN-INTEREST

Fidelity Management Trust Company is the Trustee and third party administrator as defined by the Plan and, therefore, transactions occurring between the Plan and the Trustee qualify as party-in-interest transactions. Certain administrative fees are deducted from the Plan assets by Fidelity Investment Trust Company. Total administrative fees paid to Fidelity Investment Trust Company for the year ended December 31, 2015 were \$52,795. In addition, the Plan Sponsor paid all other administrative costs of the Plan including the audit fee.

NOTE G – 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.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE H – FAIR VALUE MEASUREMENTS

The following represent fair value measurements based on inputs as of December 31, 2016 and 2015:

December 31, 2016	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 512,909	\$ 512,909	\$ -	\$ -
Mutual funds	12,367,633	12,367,633	-	-
	\$ 12,880,542	\$ 12,880,542	\$ -	\$ -

December 31, 2015	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 336,522	\$ 336,522	\$ -	\$ -
Mutual funds	8,568,584	8,568,584	-	-
	\$ 8,905,106	\$ 8,905,106	\$ -	\$ -

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2016 and 2015:

	2016	2015
Net assets available for benefits per the financial statements	\$ 13,212,005	\$ 9,089,083
Add: Current year deemed distributed loans payable	-	8,750
Add: Current year corrective distributions payable	18,204	-
Less: Current year contributions receivable	(138,141)	(99,760)
Net assets available for benefits per the Form 5500	\$ 13,092,068	\$ 8,998,073

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (CONTINUED)

The following is a reconciliation of change in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2016:

	2016
Change in net assets per the financial statements	\$ 4,123,571
Add: Current year corrective distributions	18,204
Add: Prior year contributions receivable	99,760
Less: Prior year deemed distributed loans payable	(8,750)
Less: Current year contributions receivable	(138,141)
Change in net assets per the Form 5500	\$ 4,094,644

NOTE J – DELINQUENT PARTICIPANT CONTRIBUTIONS

During the 2015 and 2016 plan year, salary deferral contributions in the amount of \$1,281,856 were not deposited into the Plan within the time frame prescribed by the DOL but were corrected with deposits later in 2017. The failure to timely deposit these salary deferral contributions into the Plan is prohibited according to ERISA.

SUPPLEMENTAL SCHEDULE

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500 SCHEDULE H LINE 4a
For the Year Ended December 31, 2016**

Total That Constitutes Nonexempt Prohibited Transactions				
Participant contributions transferred late to Plan	Contribution not corrected	Contribution corrected outside VFCP	Contribution pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
(a) \$ <u>1,281,856</u>	N/A	\$ <u>1,281,856</u>	N/A	N/A

- (a) Represents delinquent participant contributions from various 2015 and 2016 pay periods. The Employer transmitted lost earnings of \$2,816 to the Plan and filed Form 5330, Return of Excise Taxes Related to Employee Benefit Plans, during 2017.

See independent auditors' report.

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF ASSETS HELD AT YEAR OF END
FORM 5500 SCHEDULE H LINE 4i
As of December 31, 2016**

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment	(d) Cost	(e) Current value
*	Fidelity	Retirement Money Market Portfolio	**	\$ 512,909
*	Fidelity Investments	Freedom Fund 2005 I	**	76,594
*	Fidelity Investments	Freedom Fund 2010 I	**	19,464
*	Fidelity Investments	Freedom Fund 2015 I	**	66,133
*	Fidelity Investments	Freedom Fund 2020 I	**	333,202
*	Fidelity Investments	Freedom Fund 2025 I	**	1,256,984
*	Fidelity Investments	Freedom Fund 2030 I	**	858,423
*	Fidelity Investments	Freedom Fund 2035 I	**	1,665,099
*	Fidelity Investments	Freedom Fund 2040 I	**	1,208,569
*	Fidelity Investments	Freedom Fund 2045 I	**	1,131,110
*	Fidelity Investments	Freedom Fund 2050 I	**	1,110,380
*	Fidelity Investments	Freedom Fund 2055 I	**	450,273
*	Fidelity Investments	Freedom Fund 2060 I	**	25,836
*	Fidelity Investments	Freedom Fund Inc I	**	5,802
*	Fidelity Investments	Real Estate Fund I	**	131,896
	American Century	Disciplined Growth I	**	297,463
	Black Rock	High Yield Bond Portfolio	**	151,679
	Dreyfus	International Bond Fund	**	22,778
	Federated Clover	Small Value Fund	**	104,557
	Goldman Sachs	Emerging Markets Equity Insights Fund	**	64,554
	Janus	Enterprise T	**	588,734
	Janus	Triton Fund	**	588,672
	MainStay	Indexed Bond Fund	**	148,134
	Nuveen	Mid Cap Index Fund	**	254,108
	Nuveen	Small Cap Index Fund	**	181,604
	Nuveen	Equity Index Fund	**	521,368
	Oppenheimer	International Growth Fund	**	279,087
	Pimco	Real Return Fund Institutional Class	**	24,711
	Pioneer	Bond Fund	**	51,393
	Pioneer	Equity Income Fund	**	522,335
	Prudential	QMA Mid-Cap Value Z	**	<u>226,691</u>
		Total investments		\$ 12,880,542
*	Notes Receivable from Participant	Interest rates from 3.25% to 4.25%, maturing at various dates through 2022.		<u>211,526</u>
		Total investments and notes receivable held from participants		<u>\$ 13,092,068</u>
*	A party in interest as defined by ERISA			
**	All investments are participant directed			

See independent auditors' report.

**Red Book Connect, LLC 401(k) Plan
(EIN#80-0841558) Plan 001**

**Financial Statements and
Independent Auditors' Report**

December 31, 2016 and 2015

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Duluth, GA 30097
<http://aglcpa.com>

INDEPENDENT AUDITORS' REPORT

To the Plan Administrators of
Red Book Connect, LLC 401(k) Plan

Report on Financial Statements

We were engaged to audit the accompanying financial statements of Red Book Connect, LLC 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, 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.

Auditors' 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 matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2016 and 2015, and for the year ended December 31, 2016, 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 – Supplemental Schedule

The supplemental schedule of delinquent participant contributions for the year ended December 31, 2016 and schedule of assets held at the end of year as of December 31, 2016 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis from Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental 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 supplemental 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.

AGL CPA Group, LLC

Duluth, Georgia
October 4, 2017

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

<i>December 31,</i>	2016	2015
ASSETS		
Investments (at fair value)	\$ 12,880,542	\$ 8,905,106
Participants' contributions receivable	102,475	71,436
Employer's contributions receivable	35,666	28,324
Notes receivable from participants	211,526	92,967
Total receivables	349,667	192,727
Total assets	13,230,209	9,097,833
LIABILITIES		
Corrective distributions payable	18,204	-
Deemed distributed loans payable	-	8,750
Total liabilities	18,204	8,750
NET ASSETS AVAILABLE FOR BENEFITS	\$ 13,212,005	\$ 9,089,083

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

<i>Year ended December 31,</i>	2016
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment gain:	
Net appreciation in fair value of investments	\$ 482,834
Interest and dividends	548,270
Total investment gain	1,031,104
Contributions:	
Participants	2,708,166
Employer's	936,108
Rollover	376,715
Total contributions	4,020,989
Total additions	5,052,093
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	857,523
Corrective distributions	18,204
Administrative expenses	52,795
Total deductions	928,522
NET INCREASE	4,123,571
TRANSFERS FROM THE PLAN	(649)
NET ASSETS AVAILABLE FOR BENEFITS:	
BEGINNING OF YEAR	9,089,083
END OF YEAR	\$ 13,212,005

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN

The following description of Red Book Connect, LLC 401(k) Plan (the “Plan”) is provided for general informational purposes only. More complete information regarding the Plan’s provisions may be found in the Plan Document.

General – The Plan is a defined contribution plan established by Red Book Connect, LLC, (the “Company”), under the provisions of Section 401(k) of the Internal Revenue Code (“IRC”). The Plan covers all eligible employees and is administered by the Plan Administrator. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Plan amendment – Effective August 24, 2015, the Company amended and restated the Plan and elected to spinoff from the Plan participant accounts of Ordereze.com, LLC employees. Effective at the spinoff, Ordereze.com employees were excluded from participating in the Plan. In connection with the spinoff, participant accounts for Ordereze.com employees were transferred into a newly created plan.

Eligibility – Employees are eligible to participate in the Plan upon attaining three months of service and reaching the age of 21.

Contributions – Once an employee meet the eligibility requirements, the participant becomes automatically enrolled into the Plan at a 3% deferral percentage, as specified in the Plan Document. After enrollment, participants have the option to change deferral percentage at any time. Participants may elect to defer both pre-tax and after tax portions of their annual compensation, up to 100% of his or her annual salary, subject to IRC limitations. Participants with a deferral rate greater than zero, and who are not suspended from making contributions, will have that deferral automatically increased annually by 1% until a deferral rate of 6% is reached.

The Company may make both matching and discretionary contributions. Discretionary contributions will be allocated to the participants’ accounts in the same ratio as each participant’s compensation bears to the total compensation of all qualifying participants and allocated to investment funds, as the participant’s contributions are allocated. If the participant’s account does not allocate to an investment fund, the discretionary contributions are then allocated to a money market account in the participant’s account. Participants are eligible to receive Company matching and discretionary contributions after one year of service.

Participant accounts – Each participant’s account is credited with the participant’s contribution and allocations of the Company’s contributions. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s account.

Vesting – All participants’ contributions and earnings thereon are fully vested. Vesting in the Company contribution portion of their accounts plus actual earnings thereon is determined by years of continuous service. Participants will become 50% vested after one year of continuous service and 100% vested after two years of continuous service.

Forfeited accounts – Forfeitures of terminated participants’ non-vested accounts are used to reduce future Company contributions and pay administrative expenses of the Plan. As of December 31, 2016 and 2015, there were \$123,347 and \$97,705 forfeited, respectively. No forfeitures were used to pay Plan expenses in 2016. The Plan Administrator expects to use these amounts to reduce Company contributions.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN (CONTINUED)

Benefits – The full value of a participant’s account is paid when (1) the participant retires at age 59 1/2 or later; (2) the participant becomes permanently disabled; (3) the participant terminates employment; or (4) the participant dies while an active participant in the Plan. Participants who terminate employment with less than two years of service receive the vested portion of their account balance.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting – The accompanying financial statements are prepared on the accrual basis of accounting.

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

Payments of benefits – Benefits are recorded when paid.

Investment valuation and income recognition – Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note H for discussion of fair value measurements.

The Plan presents, in the statement of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of its investments which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments.

Net depreciation includes the Plan’s gains and losses on investments bought and sold as well as held during the year. 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.

Administrative expenses – Administrative fees paid by the Plan were \$52,795 for the year ended December 31, 2016.

Fair value measurements – FASB ASC 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels 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.
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RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair value measurements (continued)

Level 2	Inputs to the valuation methodology include: <ul style="list-style-type: none">• 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; and• 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's 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Money market: Valued at cost, which approximates fair value using Level 1 inputs.

Mutual funds: Valued at quoted prices in active markets based on the last reported sales price of the fund on the last day of business of the year on a national exchange using Level 1 inputs.

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

Change in accounting principle – In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2015-07, Disclosures for Investments in Certain Entities that Calculate Net Asset Value Per Share (or its Equivalent), (ASU 2015-07). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy investments for which fair values are estimated using the net asset value practical expedient provided by Accounting Standards Codification 820, Fair Value Measurement. Disclosures about investments in certain entities that calculate net asset value per share are limited under ASU 2015-07 to those investments for which the entity has elected to estimate the fair value using the net asset value practical expedient. ASU 2015-07 is effective for entities (other than public business entities) for fiscal years beginning after December 15, 2016, with retrospective application to all periods presented. Early application is permitted. Plan management has elected to adopt the provisions of ASU 2015-07.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in accounting principle (continued)

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I of the ASU eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provide certain disclosures. Contract value is the only required measure for fully benefit-responsive investment contracts. Part II of the ASU eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. It also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risk. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III of the ASU allows a plan with a fiscal year end that doesn't coincide with the end of a calendar month to measure its investments and investment-related accounts using the month end closest to its fiscal year end. The ASU is effective for fiscal years beginning after December 15, 2015. Parts I and II are to be applied retrospectively. Part III is to be applied prospectively. Parts I and III do not apply to this Plan.

Subsequent events – Subsequent events have been evaluated through October 4, 2017, which is the date the financial statements were available to be issued.

NOTE C – TAX STATUS

The Plan is a volume submitter 401(k) profit sharing plan created by Fidelity Management & Research Co. (Fidelity). The Internal Revenue Service has determined and informed Fidelity by a letter dated March 31, 2014, that the prototype is designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has not obtained an individual determination letter and has been amended since receiving Fidelity's opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC and has no income subject to unrelated business income tax. The Plan's income tax returns for the past three years are subject to examination by taxing authorities and may change upon examination.

NOTE D – 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% vested in their accounts.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE E – CERTIFIED INFORMATION

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- b. Investment activity, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- c. The schedule of assets held as of December 31, 2016.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

NOTE F – PARTIES-IN-INTEREST

Fidelity Management Trust Company is the Trustee and third party administrator as defined by the Plan and, therefore, transactions occurring between the Plan and the Trustee qualify as party-in-interest transactions. Certain administrative fees are deducted from the Plan assets by Fidelity Investment Trust Company. Total administrative fees paid to Fidelity Investment Trust Company for the year ended December 31, 2015 were \$52,795. In addition, the Plan Sponsor paid all other administrative costs of the Plan including the audit fee.

NOTE G – 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.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE H – FAIR VALUE MEASUREMENTS

The following represent fair value measurements based on inputs as of December 31, 2016 and 2015:

December 31, 2016	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 512,909	\$ 512,909	\$ -	\$ -
Mutual funds	12,367,633	12,367,633	-	-
	\$ 12,880,542	\$ 12,880,542	\$ -	\$ -

December 31, 2015	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 336,522	\$ 336,522	\$ -	\$ -
Mutual funds	8,568,584	8,568,584	-	-
	\$ 8,905,106	\$ 8,905,106	\$ -	\$ -

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2016 and 2015:

	2016	2015
Net assets available for benefits per the financial statements	\$ 13,212,005	\$ 9,089,083
Add: Current year deemed distributed loans payable	-	8,750
Add: Current year corrective distributions payable	18,204	-
Less: Current year contributions receivable	(138,141)	(99,760)
Net assets available for benefits per the Form 5500	\$ 13,092,068	\$ 8,998,073

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (CONTINUED)

The following is a reconciliation of change in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2016:

	2016
Change in net assets per the financial statements	\$ 4,123,571
Add: Current year corrective distributions	18,204
Add: Prior year contributions receivable	99,760
Less: Prior year deemed distributed loans payable	(8,750)
Less: Current year contributions receivable	(138,141)
Change in net assets per the Form 5500	\$ 4,094,644

NOTE J – DELINQUENT PARTICIPANT CONTRIBUTIONS

During the 2015 and 2016 plan year, salary deferral contributions in the amount of \$1,281,856 were not deposited into the Plan within the time frame prescribed by the DOL but were corrected with deposits later in 2017. The failure to timely deposit these salary deferral contributions into the Plan is prohibited according to ERISA.

SUPPLEMENTAL SCHEDULE

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500 SCHEDULE H LINE 4a
For the Year Ended December 31, 2016**

Total That Constitutes Nonexempt Prohibited Transactions				
Participant contributions transferred late to Plan	Contribution not corrected	Contribution corrected outside VFCP	Contribution pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
(a) <u>\$ 1,281,856</u>	N/A	<u>\$ 1,281,856</u>	N/A	N/A

- (a) Represents delinquent participant contributions from various 2015 and 2016 pay periods. The Employer transmitted lost earnings of \$2,816 to the Plan and filed Form 5330, Return of Excise Taxes Related to Employee Benefit Plans, during 2017.

See independent auditors' report.

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF ASSETS HELD AT YEAR OF END
FORM 5500 SCHEDULE H LINE 4i
As of December 31, 2016**

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment	(d) Cost	(e) Current value
*	Fidelity	Retirement Money Market Portfolio	**	\$ 512,909
*	Fidelity Investments	Freedom Fund 2005 I	**	76,594
*	Fidelity Investments	Freedom Fund 2010 I	**	19,464
*	Fidelity Investments	Freedom Fund 2015 I	**	66,133
*	Fidelity Investments	Freedom Fund 2020 I	**	333,202
*	Fidelity Investments	Freedom Fund 2025 I	**	1,256,984
*	Fidelity Investments	Freedom Fund 2030 I	**	858,423
*	Fidelity Investments	Freedom Fund 2035 I	**	1,665,099
*	Fidelity Investments	Freedom Fund 2040 I	**	1,208,569
*	Fidelity Investments	Freedom Fund 2045 I	**	1,131,110
*	Fidelity Investments	Freedom Fund 2050 I	**	1,110,380
*	Fidelity Investments	Freedom Fund 2055 I	**	450,273
*	Fidelity Investments	Freedom Fund 2060 I	**	25,836
*	Fidelity Investments	Freedom Fund Inc I	**	5,802
*	Fidelity Investments	Real Estate Fund I	**	131,896
	American Century	Disciplined Growth I	**	297,463
	Black Rock	High Yield Bond Portfolio	**	151,679
	Dreyfus	International Bond Fund	**	22,778
	Federated Clover	Small Value Fund	**	104,557
	Goldman Sachs	Emerging Markets Equity Insights Fund	**	64,554
	Janus	Enterprise T	**	588,734
	Janus	Triton Fund	**	588,672
	MainStay	Indexed Bond Fund	**	148,134
	Nuveen	Mid Cap Index Fund	**	254,108
	Nuveen	Small Cap Index Fund	**	181,604
	Nuveen	Equity Index Fund	**	521,368
	Oppenheimer	International Growth Fund	**	279,087
	Pimco	Real Return Fund Institutional Class	**	24,711
	Pioneer	Bond Fund	**	51,393
	Pioneer	Equity Income Fund	**	522,335
	Prudential	QMA Mid-Cap Value Z	**	<u>226,691</u>
		Total investments		\$ 12,880,542
*	Notes Receivable from Participant	Interest rates from 3.25% to 4.25%, maturing at various dates through 2022.		<u>211,526</u>
		Total investments and notes receivable held from participants		<u>\$ 13,092,068</u>
*	A party in interest as defined by ERISA			
**	All investments are participant directed			

See independent auditors' report.

**Red Book Connect, LLC 401(k) Plan
(EIN#80-0841558) Plan 001**

**Financial Statements and
Independent Auditors' Report**

December 31, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrators of
Red Book Connect, LLC 401(k) Plan

Report on Financial Statements

We were engaged to audit the accompanying financial statements of Red Book Connect, LLC 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, 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.

Auditors' 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 matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2016 and 2015, and for the year ended December 31, 2016, 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 – Supplemental Schedule

The supplemental schedule of delinquent participant contributions for the year ended December 31, 2016 and schedule of assets held at the end of year as of December 31, 2016 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis from Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental 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 supplemental 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.

AGL CPA Group, LLC

Duluth, Georgia
October 4, 2017

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

<i>December 31,</i>	2016	2015
ASSETS		
Investments (at fair value)	\$ 12,880,542	\$ 8,905,106
Participants' contributions receivable	102,475	71,436
Employer's contributions receivable	35,666	28,324
Notes receivable from participants	211,526	92,967
Total receivables	349,667	192,727
Total assets	13,230,209	9,097,833
LIABILITIES		
Corrective distributions payable	18,204	-
Deemed distributed loans payable	-	8,750
Total liabilities	18,204	8,750
NET ASSETS AVAILABLE FOR BENEFITS	\$ 13,212,005	\$ 9,089,083

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

<i>Year ended December 31,</i>	2016
ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment gain:	
Net appreciation in fair value of investments	\$ 482,834
Interest and dividends	548,270
Total investment gain	1,031,104
Contributions:	
Participants	2,708,166
Employer's	936,108
Rollover	376,715
Total contributions	4,020,989
Total additions	5,052,093
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	857,523
Corrective distributions	18,204
Administrative expenses	52,795
Total deductions	928,522
NET INCREASE	4,123,571
TRANSFERS FROM THE PLAN	(649)
NET ASSETS AVAILABLE FOR BENEFITS:	
BEGINNING OF YEAR	9,089,083
END OF YEAR	\$ 13,212,005

The accompanying notes are an integral part of these statements.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN

The following description of Red Book Connect, LLC 401(k) Plan (the “Plan”) is provided for general informational purposes only. More complete information regarding the Plan’s provisions may be found in the Plan Document.

General – The Plan is a defined contribution plan established by Red Book Connect, LLC, (the “Company”), under the provisions of Section 401(k) of the Internal Revenue Code (“IRC”). The Plan covers all eligible employees and is administered by the Plan Administrator. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Plan amendment – Effective August 24, 2015, the Company amended and restated the Plan and elected to spinoff from the Plan participant accounts of Ordereze.com, LLC employees. Effective at the spinoff, Ordereze.com employees were excluded from participating in the Plan. In connection with the spinoff, participant accounts for Ordereze.com employees were transferred into a newly created plan.

Eligibility – Employees are eligible to participate in the Plan upon attaining three months of service and reaching the age of 21.

Contributions – Once an employee meet the eligibility requirements, the participant becomes automatically enrolled into the Plan at a 3% deferral percentage, as specified in the Plan Document. After enrollment, participants have the option to change deferral percentage at any time. Participants may elect to defer both pre-tax and after tax portions of their annual compensation, up to 100% of his or her annual salary, subject to IRC limitations. Participants with a deferral rate greater than zero, and who are not suspended from making contributions, will have that deferral automatically increased annually by 1% until a deferral rate of 6% is reached.

The Company may make both matching and discretionary contributions. Discretionary contributions will be allocated to the participants’ accounts in the same ratio as each participant’s compensation bears to the total compensation of all qualifying participants and allocated to investment funds, as the participant’s contributions are allocated. If the participant’s account does not allocate to an investment fund, the discretionary contributions are then allocated to a money market account in the participant’s account. Participants are eligible to receive Company matching and discretionary contributions after one year of service.

Participant accounts – Each participant’s account is credited with the participant’s contribution and allocations of the Company’s contributions. The benefit to which a participant is entitled is the benefit that can be provided from the participant’s account.

Vesting – All participants’ contributions and earnings thereon are fully vested. Vesting in the Company contribution portion of their accounts plus actual earnings thereon is determined by years of continuous service. Participants will become 50% vested after one year of continuous service and 100% vested after two years of continuous service.

Forfeited accounts – Forfeitures of terminated participants’ non-vested accounts are used to reduce future Company contributions and pay administrative expenses of the Plan. As of December 31, 2016 and 2015, there were \$123,347 and \$97,705 forfeited, respectively. No forfeitures were used to pay Plan expenses in 2016. The Plan Administrator expects to use these amounts to reduce Company contributions.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE A – DESCRIPTION OF PLAN (CONTINUED)

Benefits – The full value of a participant’s account is paid when (1) the participant retires at age 59 1/2 or later; (2) the participant becomes permanently disabled; (3) the participant terminates employment; or (4) the participant dies while an active participant in the Plan. Participants who terminate employment with less than two years of service receive the vested portion of their account balance.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting – The accompanying financial statements are prepared on the accrual basis of accounting.

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

Payments of benefits – Benefits are recorded when paid.

Investment valuation and income recognition – Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note H for discussion of fair value measurements.

The Plan presents, in the statement of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of its investments which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments.

Net depreciation includes the Plan’s gains and losses on investments bought and sold as well as held during the year. 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.

Administrative expenses – Administrative fees paid by the Plan were \$52,795 for the year ended December 31, 2016.

Fair value measurements – FASB ASC 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels 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.
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RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair value measurements (continued)

Level 2	Inputs to the valuation methodology include: <ul style="list-style-type: none">• 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; and• 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's 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Money market: Valued at cost, which approximates fair value using Level 1 inputs.

Mutual funds: Valued at quoted prices in active markets based on the last reported sales price of the fund on the last day of business of the year on a national exchange using Level 1 inputs.

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

Change in accounting principle – In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2015-07, Disclosures for Investments in Certain Entities that Calculate Net Asset Value Per Share (or its Equivalent), (ASU 2015-07). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy investments for which fair values are estimated using the net asset value practical expedient provided by Accounting Standards Codification 820, Fair Value Measurement. Disclosures about investments in certain entities that calculate net asset value per share are limited under ASU 2015-07 to those investments for which the entity has elected to estimate the fair value using the net asset value practical expedient. ASU 2015-07 is effective for entities (other than public business entities) for fiscal years beginning after December 15, 2016, with retrospective application to all periods presented. Early application is permitted. Plan management has elected to adopt the provisions of ASU 2015-07.

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in accounting principle (continued)

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I of the ASU eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provide certain disclosures. Contract value is the only required measure for fully benefit-responsive investment contracts. Part II of the ASU eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. It also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risk. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III of the ASU allows a plan with a fiscal year end that doesn't coincide with the end of a calendar month to measure its investments and investment-related accounts using the month end closest to its fiscal year end. The ASU is effective for fiscal years beginning after December 15, 2015. Parts I and II are to be applied retrospectively. Part III is to be applied prospectively. Parts I and III do not apply to this Plan.

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RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

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The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the following data included in the accompanying financial statements and supplemental schedule is complete and accurate:

- a. Investments, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- b. Investment activity, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- c. The schedule of assets held as of December 31, 2016.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

NOTE F – PARTIES-IN-INTEREST

Fidelity Management Trust Company is the Trustee and third party administrator as defined by the Plan and, therefore, transactions occurring between the Plan and the Trustee qualify as party-in-interest transactions. Certain administrative fees are deducted from the Plan assets by Fidelity Investment Trust Company. Total administrative fees paid to Fidelity Investment Trust Company for the year ended December 31, 2015 were \$52,795. In addition, the Plan Sponsor paid all other administrative costs of the Plan including the audit fee.

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RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE H – FAIR VALUE MEASUREMENTS

The following represent fair value measurements based on inputs as of December 31, 2016 and 2015:

December 31, 2016	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 512,909	\$ 512,909	\$ -	\$ -
Mutual funds	12,367,633	12,367,633	-	-
	\$ 12,880,542	\$ 12,880,542	\$ -	\$ -

December 31, 2015	Fair Value	Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Money market	\$ 336,522	\$ 336,522	\$ -	\$ -
Mutual funds	8,568,584	8,568,584	-	-
	\$ 8,905,106	\$ 8,905,106	\$ -	\$ -

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2016 and 2015:

	2016	2015
Net assets available for benefits per the financial statements	\$ 13,212,005	\$ 9,089,083
Add: Current year deemed distributed loans payable	-	8,750
Add: Current year corrective distributions payable	18,204	-
Less: Current year contributions receivable	(138,141)	(99,760)
Net assets available for benefits per the Form 5500	\$ 13,092,068	\$ 8,998,073

RED BOOK CONNECT, LLC 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE I – RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 (CONTINUED)

The following is a reconciliation of change in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2016:

	2016
Change in net assets per the financial statements	\$ 4,123,571
Add: Current year corrective distributions	18,204
Add: Prior year contributions receivable	99,760
Less: Prior year deemed distributed loans payable	(8,750)
Less: Current year contributions receivable	(138,141)
Change in net assets per the Form 5500	\$ 4,094,644

NOTE J – DELINQUENT PARTICIPANT CONTRIBUTIONS

During the 2015 and 2016 plan year, salary deferral contributions in the amount of \$1,281,856 were not deposited into the Plan within the time frame prescribed by the DOL but were corrected with deposits later in 2017. The failure to timely deposit these salary deferral contributions into the Plan is prohibited according to ERISA.

SUPPLEMENTAL SCHEDULE

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FORM 5500 SCHEDULE H LINE 4a
For the Year Ended December 31, 2016**

Total That Constitutes Nonexempt Prohibited Transactions				
Participant contributions transferred late to Plan	Contribution not corrected	Contribution corrected outside VFCP	Contribution pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
(a) <u>\$ 1,281,856</u>	N/A	<u>\$ 1,281,856</u>	N/A	N/A

- (a) Represents delinquent participant contributions from various 2015 and 2016 pay periods. The Employer transmitted lost earnings of \$2,816 to the Plan and filed Form 5330, Return of Excise Taxes Related to Employee Benefit Plans, during 2017.

See independent auditors' report.

**RED BOOK CONNECT, LLC 401(K) PLAN
(EIN 80-0841558) PLAN 001
SCHEDULE OF ASSETS HELD AT YEAR OF END
FORM 5500 SCHEDULE H LINE 4i
As of December 31, 2016**

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment	(d) Cost	(e) Current value
*	Fidelity	Retirement Money Market Portfolio	**	\$ 512,909
*	Fidelity Investments	Freedom Fund 2005 I	**	76,594
*	Fidelity Investments	Freedom Fund 2010 I	**	19,464
*	Fidelity Investments	Freedom Fund 2015 I	**	66,133
*	Fidelity Investments	Freedom Fund 2020 I	**	333,202
*	Fidelity Investments	Freedom Fund 2025 I	**	1,256,984
*	Fidelity Investments	Freedom Fund 2030 I	**	858,423
*	Fidelity Investments	Freedom Fund 2035 I	**	1,665,099
*	Fidelity Investments	Freedom Fund 2040 I	**	1,208,569
*	Fidelity Investments	Freedom Fund 2045 I	**	1,131,110
*	Fidelity Investments	Freedom Fund 2050 I	**	1,110,380
*	Fidelity Investments	Freedom Fund 2055 I	**	450,273
*	Fidelity Investments	Freedom Fund 2060 I	**	25,836
*	Fidelity Investments	Freedom Fund Inc I	**	5,802
*	Fidelity Investments	Real Estate Fund I	**	131,896
	American Century	Disciplined Growth I	**	297,463
	Black Rock	High Yield Bond Portfolio	**	151,679
	Dreyfus	International Bond Fund	**	22,778
	Federated Clover	Small Value Fund	**	104,557
	Goldman Sachs	Emerging Markets Equity Insights Fund	**	64,554
	Janus	Enterprise T	**	588,734
	Janus	Triton Fund	**	588,672
	MainStay	Indexed Bond Fund	**	148,134
	Nuveen	Mid Cap Index Fund	**	254,108
	Nuveen	Small Cap Index Fund	**	181,604
	Nuveen	Equity Index Fund	**	521,368
	Oppenheimer	International Growth Fund	**	279,087
	Pimco	Real Return Fund Institutional Class	**	24,711
	Pioneer	Bond Fund	**	51,393
	Pioneer	Equity Income Fund	**	522,335
	Prudential	QMA Mid-Cap Value Z	**	<u>226,691</u>
		Total investments		\$ 12,880,542
*	Notes Receivable from Participant	Interest rates from 3.25% to 4.25%, maturing at various dates through 2022.		<u>211,526</u>
		Total investments and notes receivable held from participants		<u>\$ 13,092,068</u>
*	A party in interest as defined by ERISA			
**	All investments are participant directed			

See independent auditors' report.