

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2016 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>			
A	This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)	
	☒ a single-employer plan ☐ a DFE (specify) ____		
B	This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)	
C	If the plan is a collectively-bargained plan, check here. ☐		
D	Check box if filing under:	☒ Form 5558 ☐ special extension (enter description)	☐ automatic extension ☐ the DFVC program

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>01/01/1998</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>WESTCON GROUP NORTH AMERICA, INC.</u> <u>520 WHITE PLAINS ROAD</u> <u>SUITE 100</u> <u>TARRYTOWN, NY 10591-5167</u>	2b	Employer Identification Number (EIN) <u>13-3911669</u>
		2c	Plan Sponsor's telephone number <u>914-829-7430</u>
		2d	Business code (see instructions) <u>423400</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.	10/11/2017	ANTHONY PIETROSANTI
	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	5 857
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 658 6a(2) 668 6b 4 6c 233 6d 905 6e 4 6f 909 6g 895 6h 1
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 2T 3D 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code _____

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

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

A Name of plan WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 WESTCON GROUP NORTH AMERICA, INC.	D Employer Identification Number (EIN) 13-3911669

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

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

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

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

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13-5674085

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 52 59 60 62 63 72	RECORDKEEPER	2725	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 ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

a Name:	MCGUIGAN TOMBS & COMPANY, P.C., CPA	b EIN:	22-3149014
c Position:	AUDITOR		
d Address:	2399 NJ-34 MANASQUAN, NJ 08736	e Telephone:	732-292-1800

Explanation: FIRM MERGED IN WITH WITHUM

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 D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 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>WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ► <u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>WESTCON GROUP NORTH AMERICA, INC.</u>	D Employer Identification Number (EIN) <u>13-3911669</u>

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: WELLS FARGO STABLE RETURN FUND O

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN <u>90-6153908-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>5086322</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>		
A Name of plan <u>WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING 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>WESTCON GROUP NORTH AMERICA, INC.</u>	D Employer Identification Number (EIN) <u>13-3911669</u>	

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	200	150
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	0	
(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)	692342	682295
(9) Value of interest in common/collective trusts	1c(9)	4326899	5086322
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	39722411	45855425
(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)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	44741852	51624192

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	44741852	51624192
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	2135047	
(B) Participants	2a(1)(B)	4168874	
(C) Others (including rollovers)	2a(1)(C)	535172	
(2) Noncash contributions	2a(2)	0	6839093
(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)	0	
(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)		
(E) Participant loans	2b(1)(E)	25539	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		25539
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1096920	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1096920
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	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)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		64834
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		2262759
c Other income.....	2c		8148
d Total income. Add all income amounts in column (b) and enter total.....	2d		10297293

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

(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3278443	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		3278443
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		133786
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)	2724	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		2724
j Total expenses. Add all expense amounts in column (b) and enter total	2j		3414953

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		6882340
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		0

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: WITHUMSMITH & BROWN

(2) EIN: 22-2027092

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING 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>WESTCON GROUP NORTH AMERICA, INC.</u>	D Employer Identification Number (EIN) <u>13-3911669</u>

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>94-1687665</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
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No
22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .	
22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .	

WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN

Financial Statements

December 31, 2016 and 2015

With Independent Auditors' Report

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
December 31, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Sponsor of Westcon Group North America, Inc.
401(k) Profit Sharing Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Westcon Group North America, Inc. 401(k) Profit Sharing Plan (the "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 6, which was certified by Bank of America, N.A., 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 execute 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 assets (held at 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 is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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.

Withum Smith & Brown, PC

October 4, 2017

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments, at fair value		
Mutual funds, at fair value	\$ 45,855,575	\$ 39,722,611
Common collective trust	5,086,322	4,326,899
Total investments, at fair value	<u>50,941,897</u>	<u>44,049,510</u>
Receivables		
Participants' contributions receivable	255,907	148,113
Employer contributions receivable	199,719	70,160
Notes receivable from participants	682,295	692,342
Total receivables	<u>1,137,921</u>	<u>910,615</u>
Net assets available for benefits	<u>\$ 52,079,818</u>	<u>\$ 44,960,125</u>

The Notes to Financial Statements are an integral part of these statements.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2016

Additions

Investment income	
Net appreciation in fair value of investments	\$ 2,327,593
Interest and dividend income	1,096,920
Other income	<u>8,149</u>
Total investment income	3,432,662
Interest on notes receivable from participants	25,539
Contributions	
Participants	4,276,668
Employer	2,264,606
Rollover	<u>535,172</u>
Total contributions	<u>7,076,446</u>
	10,534,647
Deductions from net assets attributed to:	
Benefits paid to participants	3,278,443
Deemed distributions	133,786
Fees and adjustments	<u>2,725</u>
	<u>3,414,954</u>
Net increase in assets available for benefits	7,119,693
Net assets available for benefits - Beginning of the year	<u>44,960,125</u>
Net assets available for benefits - End of the year	<u>\$ 52,079,818</u>

The Notes to Financial Statements are an integral part of these statements.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

1. DESCRIPTION OF THE PLAN

The following description of the Weston Group North America, Inc. ("WGNA") 401(k) Profit Sharing Plan ("the Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions:

General

The Plan is a defined contribution plan that is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Plan is a 401(k) salary deferred profit sharing plan covering all full-time employees in the United States of America, except those covered under a collective bargaining agreement. There is no age or length of service requirements to be eligible to participate in the plan. Employees hired after January 1, 2008, are automatically enrolled in the Plan at 3% of annual earnings unless they affirmatively opt out.

Eligibility

Employees of the Sponsor and participating Affiliates, who are full-time, are eligible to contribute to the Plan upon completing 1 hour of service during the Plan year. The entry date into the Plan is the first day of the month coinciding with the date the employee satisfies the eligibility requirements.

Employee Contributions

A participating employee may contribute a percentage of eligible compensation, not to exceed the annual limit of the lesser of 60% of eligible compensation or limits established by the Internal Revenue Code of 1986 ("IRC"), as amended. The maximum pre-tax participant contribution allowed during 2016 and 2015 was \$18,000 for both years. The Plan allows employees who are contributing to the Plan who have attained age 50 to make catch-up contributions in accordance to IRC Section 414(v).

Employer Contributions

The Company match is 100% of the first 4% of pre-tax compensation deferred by each participant to comply with the safe harbor provisions of the Internal Revenue Code.

In addition to the above match, the employer may make a discretionary profit sharing contribution to the plan in an amount to be determined by the WGNA Board of Directors at plan year end. Participants must complete at least 1,000 hours of service during the plan year and be employed as of the last day of the plan year to be eligible to receive any profit sharing contribution that may be made for that plan year. There was no discretionary profit sharing contribution for the plan years ended December 31, 2016 and 2015.

Participant Accounts

Each participant's account is credited with the participant's salary reduction contribution, the employer's matching contribution, and allocations of (a) the employer's discretionary contribution, (b) Plan earning and (c) administrative expenses. Allocations are based on participant earnings or account balances, as defined.

Investment income is reinvested in the same fund in which it was earned. Net Plan earnings are allocated to each participant's account, on a daily basis, based upon the earnings (or losses) of the particular fund or funds in which the participant's account is invested.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Vesting

Participants are immediately vested in their contributions, Qualified Non-elective Contributions (QNEC) and employer safe harbor contributions plus actual earnings thereon and, upon attainment of age 65, death, disability, retirement, or termination of the Plan are 100% vested in employer contributions. Employer matching and profit sharing contributions vest to the participants based upon years of service. A participant is credited 100% vesting on a 6 year graded scale of 20% per year beginning on the second anniversary.

Notes Receivable from Participants

Participants may borrow from their vested interest in their fund accounts. The amount shall not exceed the lesser of \$50,000 or 50% of the participant's vested interest. Loan transactions are treated as a transfer to (from) the investment fund from (to) the Participant loan fund. Loan terms range from 1-5 years unless the loan is for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with current market interest rates. Principal and interest is paid ratably through bi-weekly payroll deductions.

Distributions and Withdrawals

On termination of service due to death, disability or retirement, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in either a lump-sum payment, or in annual installments not exceeding the life expectancy of the participant, or the participant's beneficiary, if the participant has died. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Forfeitures

If a participant elects to withdraw his or her entire account balance from the Plan prior to becoming vested, any employer or profit sharing contributions and investment earnings thereon in their account are forfeited based on a 6 year graded vesting schedule. At December 31, 2016 and 2015, forfeited nonvested accounts totaled approximately \$24,000 and \$37,000, respectively. These accounts will be used to reduce future employer contributions and to pay Plan expenses. Employer contributions were reduced from forfeited nonvested accounts by approximately \$56,000 and \$65,500 in 2016 and 2015, respectively.

Participants' Investment Options

Upon enrollment in the Plan, a participant may direct employee and employer contributions in any increment in various investment options offered by the Plan. The Plan currently offers various mutual funds and common trust fund investment options.

Participants may change their investment options at any time.

Reclassification

Certain prior year amounts have been reclassified to conform with current year presentation. These reclassifications had no effect on the net assets available for benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting in accordance with accounting principles, generally accepted in the United States of America ("GAAP").

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires that management make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investments

Investments are reported at fair value. Shares of registered investment companies are valued at quoted prices in an active market which represent the net asset value of shares held by the Plan at year end. Participant noted receivable are valued at their outstanding unpaid principal balances, plus accrued interest, which approximate fair value. Purchases and sales of specific investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions to participants.

Payment of benefits

Benefit payments to participants are recorded upon distribution.

Administrative Expenses

All trustee and recordkeeping expenses related to the administration of the Plan are paid entirely by the Plan, unless they are paid by the Company.

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, and domestic and global market conditions. 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 significantly affect participants' account balances and the amounts reported in the December 31, 2016 statement of net assets available for benefits. The Plan is exposed to credit loss in the event of non-performance by the companies with who guaranteed investment contracts are placed. However, the Sponsor does not anticipate non-performance by these companies and believes that the risk to Plan assets from credit loss is not material due to the diversified nature of the assets held.

3. FAIR VALUE OF INVESTMENTS

The framework established by the Financial Accounting Standards Board (FASB) for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

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. Such inputs include quoted prices in active markets for identical assets or liabilities.

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

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Level 3: Unobservable inputs that are supported by little or no market activity and that are financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant judgment or estimation.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques 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 were no changes in methodologies used at December 31, 2016 and 2015:

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

Common Collective Trusts: Valued at the NAV units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investments for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The fair values of investments as of December 31 are summarized in the tables below:

Assets at Fair Value as of December 31, 2016				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 45,855,575	\$ ---	\$ ---	\$ 45,855,575
Investments measured at net asset value				<u>5,086,322</u>
Total Investments				<u>\$ 50,941,897</u>

Assets at Fair Value as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 39,722,611	\$ ---	\$ ---	\$ 39,722,611
Investments measured at net asset value				<u>4,326,899</u>
Total Investments				<u>\$ 44,049,510</u>

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

4. COMMON COLLECTIVE TRUST

During the years ended December 31, 2016 and 2015, the Plan held investments in the Wells Fargo Stable Value Fund Portfolio, which is a stable asset income fund managed by Galliard Capital Management, Inc., a wholly owned subsidiary of Wells Fargo. The stable value fund invests in investment contracts and security-backed contracts. An investment contract is a contract issued by a financial institution to provide a stated rate of return to the buyer of the contract for a specific period of time. A security-backed contract has similar characteristics to a traditional investment contract and is comprised of two parts: the first part is a fixed-income security or portfolio of fixed-income securities; the second part is a contract value guarantee (wrapper) provided by a third party. Wrappers provide contract value payments for certain participant-initiated withdrawals and transfers, a floor crediting rate, and return of fully accrued contract value at maturity. Wrap contracts are normally purchased from issuers rated in the top three long-term rating categories (equaling A- or above). Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The net asset value (contract value) is used as a practical expedient to estimate fair value. Contract value represents contributions made to the fund, plus earnings, less withdrawals and administrative expenses. See also Note 5 for further discussion regarding this valuation.

As of December 31, 2016 and 2015, there are no reserves against contract value for credit risk of the contract issue or otherwise. The crediting interest rates for the contracts are initially based on the yield of the underlying assets and then reset periodically utilizing a crediting rate formula. Interest rates are reviewed on a quarterly basis for resetting, but may be reset more or less frequently.

Generally, there are not any events that could limit the ability of the Plan to transact at contract value with the participants.

5. FAIR VALUE OF INVESTMENTS IN CERTAIN ENTITIES THAT CALCULATE NET ASSET VALUE PER SHARE

The custodian of the Plan holds investment assets and executes investment transactions therein, and substantially all information pertaining to the plan's investments and notes receivable from participants included in the financial statements, including the associated investment income and interest earned on notes receivable from participants, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by the custodian of the Plan. Based on information provided and certified by the custodian, there are no fixed income obligations, leases, or debt instruments in default or deemed uncollectible, as defined by ERISA, for the years ended December 31, 2016 and 2015.

The following table sets forth the Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2016 and 2015:

<u>Investment</u>	<u>Fair Value</u>	<u>2016 Unfunded Commitment</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust	<u>\$ 5,086,322</u>	<u>\$ ---</u>	Daily	None
<u>Investment</u>	<u>Fair Value</u>	<u>2015 Unfunded Commitment</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust	<u>\$ 4,326,899</u>	<u>\$ ---</u>	Daily	None

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

6. INVESTMENTS CERTIFIED BY THE TRUSTEE (UNAUDITED)

The Plan has elected the method of annual compliance reporting permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The assets of the Plan are held by the trustees.

As of December 31:	2016	2015
Investments, at fair value:		
Mutual funds	\$ 45,855,575	\$ 39,722,611
Common collective trust	\$ 5,086,322	\$ 4,326,899
Notes receivable from participants	\$ 682,295	\$ 692,342

For the Year Ended December 31, 2016

Net appreciation in fair value of investments	\$ 2,327,593
Interest and dividend income	\$ 1,096,920
Interest on notes receivable from participants	\$ 25,539

7. RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31 to Schedule H of form 5500:

	2016	2015
Net assets available for benefits per the financial statements	\$ 52,079,818	\$ 44,960,125
Less:		
Participants' contributions receivable	255,907	148,113
Employer contributions receivable	<u>199,719</u>	<u>70,160</u>
Net assets available for benefits per Schedule H of Form 5500	<u>\$ 51,624,192</u>	<u>\$ 44,741,852</u>

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

Net increase in net assets per financial statements	\$ 7,119,693
Participants' contribution receivable at December 31, 2016	(255,907)
Employer contribution receivable at December 31, 2016	(199,719)
Participants' contribution receivable at December 31, 2015	148,113
Employer contribution receivable at December 31, 2015	<u>70,160</u>
Net increase in net assets per Schedule H of Form 5500	<u>\$ 6,882,340</u>

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

8. PLAN TERMINATION

Although it has not expressed any intention 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 the Internal Revenue Code. In the event of Plan termination, participants will become 100% vested in their accounts.

9. PARTIES-IN-INTEREST

WGNA provides the plan with certain accounting and administrative services for which no fees are charged. The plan allows for administrative costs to be paid by the plan sponsor or absorbed through the forfeiture account. Certain costs are paid by the sponsor directly.

Certain Plan investments are units of a common trust fund managed by Bank of America, N.A. Bank of America, N.A. is the trustee, as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Fees paid by the Plan for the investment management services amounted to \$2,725 and \$4,919 for the years ended December 31, 2016 and 2015, respectively.

10. TAX STATUS

The Plan obtained its latest determination letter on March 31, 2014 in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC. The Plan is required to operate in conformity with the applicable provisions of the IRC to maintain its tax-qualified status. The Plan has been amended since receiving the opinion letter. However, the Sponsor believes the Plan is being operated in compliance with the applicable requirements of the IRC and, therefore, believes the Plan is qualified and the related trust is tax-exempt.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or the Department of Labor. The Sponsor has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016 and 2015, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Furthermore, there are no tax related interest or penalties included in the financial statements presented.

11. SUBSEQUENT EVENTS

The Plan has evaluated subsequent events occurring after the date of the financial statements through the date of October 4, 2017, which is the date the financial statements were available to be issued. Based on this evaluation, the Plan has determined that no subsequent events have occurred that would require disclosure in or adjustment to the financial statements.

SUPPLEMENTAL INFORMATION

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Schedule H, Part IV, Line 4(i) – Schedule of Assets (Held at End of Year)
EIN: 13-3911669, Plan #001
December 31, 2016

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity date	(d) Cost	(e) Current Value
<i>Mutual funds</i>				
	MFS	Mid Cap Value FD CL A (305,313.9376 shares)	**	\$ 6,456,291
	MFS	Mid Cap Value FD CL A GM (12,316.0420 shares)	**	260,416
	MFS	Total Return Bond FD A (379,428.0493 shares)	**	3,996,257
	MFS	Total Return Bond FD A GM (202,369.0244 shares)	**	2,133,201
	Janus	Enterprise FD CL A (23,939.7951 shares)	**	2,218,882
	Janus	Enterprise FD CL A GM (2,149.1336 shares)	**	199,283
	Invesco	Growth and Income CL A (111,558.7851 shares)	**	2,935,340
	Invesco	Growth and Income CL A GM (23,351.0908 shares)	**	613,656
	Blackrock	Infl Prot A (37,282.2493 shares)	**	385,569
	Blackrock	Infl Prot A GM (59,465.9419 shares)	**	616,189
	Blackrock	S&P 500 Index Instl (40,018.4809 shares)	**	10,661,125
	Blackrock	S&P 500 Index Instl GM (3,356.7983 shares)	**	894,411
	MFS	International Value FD A (59,317.1201 shares)	**	2,061,440
	MFS	International Value FD A GM (19,557.2598 shares)	**	681,020
	Oppenheimer	Oppenheimer Intl Growth F CL A (117,896.6070 shares)	**	4,102,907
	Oppenheimer	Oppenheimer Intl Growth F CL A GM (19,064.1843 shares)	**	663,707
	Prudential	Jennison Small Comp (24,177.5429 shares)	**	544,856
	Prudential	Jennison Small Comp GM (3,835.7300 shares)	**	86,650
	Prudential	Jennison Growth Fund A (143,717.5265 shares)	**	4,036,880
	Prudential	Jennison Growth Fund A GM (13,279.3701 shares)	**	372,430
	Delaware Funds	Small Cap Value Fund CI A (29,397.1413 shares)	**	1,746,935
	Delaware Funds	Small Cap Value Fund CI A GM (3,149.6289 shares)	**	187,980
*	Bank of America	Money Market Fund (150.0000 shares)	**	150
	Total mutual funds		**	45,855,575
<i>Common/collective trusts</i>				
	Wells Fargo	Stable Return Fund (42,318.1243 shares)	**	4,590,995
	Wells Fargo	Stable Return Fund (4,565.1440 shares)	**	495,327
	Total investments			<u>\$50,941,897</u>
*	Notes receivable from participants 4.25%-7.25%		\$ -	<u>\$ 682,295</u>

* Denotes a party-in-interest

** Cost omitted for participant directed investments

WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN

Financial Statements

December 31, 2016 and 2015

With Independent Auditors' Report

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
December 31, 2016 and 2015

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INDEPENDENT AUDITORS' REPORT

To the Sponsor of Westcon Group North America, Inc.
401(k) Profit Sharing Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Westcon Group North America, Inc. 401(k) Profit Sharing Plan (the "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 6, which was certified by Bank of America, N.A., 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 execute 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 assets (held at 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 is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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.

Withum Smith & Brown, PC

October 4, 2017

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments, at fair value		
Mutual funds, at fair value	\$ 45,855,575	\$ 39,722,611
Common collective trust	5,086,322	4,326,899
Total investments, at fair value	<u>50,941,897</u>	<u>44,049,510</u>
Receivables		
Participants' contributions receivable	255,907	148,113
Employer contributions receivable	199,719	70,160
Notes receivable from participants	682,295	692,342
Total receivables	<u>1,137,921</u>	<u>910,615</u>
Net assets available for benefits	<u>\$ 52,079,818</u>	<u>\$ 44,960,125</u>

The Notes to Financial Statements are an integral part of these statements.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2016

Additions

Investment income	
Net appreciation in fair value of investments	\$ 2,327,593
Interest and dividend income	1,096,920
Other income	<u>8,149</u>
Total investment income	3,432,662
Interest on notes receivable from participants	25,539
Contributions	
Participants	4,276,668
Employer	2,264,606
Rollover	<u>535,172</u>
Total contributions	<u>7,076,446</u>
	10,534,647
Deductions from net assets attributed to:	
Benefits paid to participants	3,278,443
Deemed distributions	133,786
Fees and adjustments	<u>2,725</u>
	<u>3,414,954</u>
Net increase in assets available for benefits	7,119,693
Net assets available for benefits - Beginning of the year	<u>44,960,125</u>
Net assets available for benefits - End of the year	<u>\$ 52,079,818</u>

The Notes to Financial Statements are an integral part of these statements.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

1. DESCRIPTION OF THE PLAN

The following description of the Weston Group North America, Inc. ("WGNA") 401(k) Profit Sharing Plan ("the Plan") provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions:

General

The Plan is a defined contribution plan that is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Plan is a 401(k) salary deferred profit sharing plan covering all full-time employees in the United States of America, except those covered under a collective bargaining agreement. There is no age or length of service requirements to be eligible to participate in the plan. Employees hired after January 1, 2008, are automatically enrolled in the Plan at 3% of annual earnings unless they affirmatively opt out.

Eligibility

Employees of the Sponsor and participating Affiliates, who are full-time, are eligible to contribute to the Plan upon completing 1 hour of service during the Plan year. The entry date into the Plan is the first day of the month coinciding with the date the employee satisfies the eligibility requirements.

Employee Contributions

A participating employee may contribute a percentage of eligible compensation, not to exceed the annual limit of the lesser of 60% of eligible compensation or limits established by the Internal Revenue Code of 1986 ("IRC"), as amended. The maximum pre-tax participant contribution allowed during 2016 and 2015 was \$18,000 for both years. The Plan allows employees who are contributing to the Plan who have attained age 50 to make catch-up contributions in accordance to IRC Section 414(v).

Employer Contributions

The Company match is 100% of the first 4% of pre-tax compensation deferred by each participant to comply with the safe harbor provisions of the Internal Revenue Code.

In addition to the above match, the employer may make a discretionary profit sharing contribution to the plan in an amount to be determined by the WGNA Board of Directors at plan year end. Participants must complete at least 1,000 hours of service during the plan year and be employed as of the last day of the plan year to be eligible to receive any profit sharing contribution that may be made for that plan year. There was no discretionary profit sharing contribution for the plan years ended December 31, 2016 and 2015.

Participant Accounts

Each participant's account is credited with the participant's salary reduction contribution, the employer's matching contribution, and allocations of (a) the employer's discretionary contribution, (b) Plan earning and (c) administrative expenses. Allocations are based on participant earnings or account balances, as defined.

Investment income is reinvested in the same fund in which it was earned. Net Plan earnings are allocated to each participant's account, on a daily basis, based upon the earnings (or losses) of the particular fund or funds in which the participant's account is invested.

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Vesting

Participants are immediately vested in their contributions, Qualified Non-elective Contributions (QNEC) and employer safe harbor contributions plus actual earnings thereon and, upon attainment of age 65, death, disability, retirement, or termination of the Plan are 100% vested in employer contributions. Employer matching and profit sharing contributions vest to the participants based upon years of service. A participant is credited 100% vesting on a 6 year graded scale of 20% per year beginning on the second anniversary.

Notes Receivable from Participants

Participants may borrow from their vested interest in their fund accounts. The amount shall not exceed the lesser of \$50,000 or 50% of the participant's vested interest. Loan transactions are treated as a transfer to (from) the investment fund from (to) the Participant loan fund. Loan terms range from 1-5 years unless the loan is for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at a rate commensurate with current market interest rates. Principal and interest is paid ratably through bi-weekly payroll deductions.

Distributions and Withdrawals

On termination of service due to death, disability or retirement, a participant may elect to receive an amount equal to the value of the participant's vested interest in his or her account in either a lump-sum payment, or in annual installments not exceeding the life expectancy of the participant, or the participant's beneficiary, if the participant has died. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Forfeitures

If a participant elects to withdraw his or her entire account balance from the Plan prior to becoming vested, any employer or profit sharing contributions and investment earnings thereon in their account are forfeited based on a 6 year graded vesting schedule. At December 31, 2016 and 2015, forfeited nonvested accounts totaled approximately \$24,000 and \$37,000, respectively. These accounts will be used to reduce future employer contributions and to pay Plan expenses. Employer contributions were reduced from forfeited nonvested accounts by approximately \$56,000 and \$65,500 in 2016 and 2015, respectively.

Participants' Investment Options

Upon enrollment in the Plan, a participant may direct employee and employer contributions in any increment in various investment options offered by the Plan. The Plan currently offers various mutual funds and common trust fund investment options.

Participants may change their investment options at any time.

Reclassification

Certain prior year amounts have been reclassified to conform with current year presentation. These reclassifications had no effect on the net assets available for benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting in accordance with accounting principles, generally accepted in the United States of America ("GAAP").

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires that management make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investments

Investments are reported at fair value. Shares of registered investment companies are valued at quoted prices in an active market which represent the net asset value of shares held by the Plan at year end. Participant noted receivable are valued at their outstanding unpaid principal balances, plus accrued interest, which approximate fair value. Purchases and sales of specific investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions to participants.

Payment of benefits

Benefit payments to participants are recorded upon distribution.

Administrative Expenses

All trustee and recordkeeping expenses related to the administration of the Plan are paid entirely by the Plan, unless they are paid by the Company.

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, and domestic and global market conditions. 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 significantly affect participants' account balances and the amounts reported in the December 31, 2016 statement of net assets available for benefits. The Plan is exposed to credit loss in the event of non-performance by the companies with who guaranteed investment contracts are placed. However, the Sponsor does not anticipate non-performance by these companies and believes that the risk to Plan assets from credit loss is not material due to the diversified nature of the assets held.

3. FAIR VALUE OF INVESTMENTS

The framework established by the Financial Accounting Standards Board (FASB) for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

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. Such inputs include quoted prices in active markets for identical assets or liabilities.

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

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

Level 3: Unobservable inputs that are supported by little or no market activity and that are financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant judgment or estimation.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques 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 were no changes in methodologies used at December 31, 2016 and 2015:

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

Common Collective Trusts: Valued at the NAV units of a bank collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investments for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

The fair values of investments as of December 31 are summarized in the tables below:

Assets at Fair Value as of December 31, 2016				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 45,855,575	\$ ---	\$ ---	\$ 45,855,575
Investments measured at net asset value				<u>5,086,322</u>
Total Investments				<u>\$ 50,941,897</u>

Assets at Fair Value as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 39,722,611	\$ ---	\$ ---	\$ 39,722,611
Investments measured at net asset value				<u>4,326,899</u>
Total Investments				<u>\$ 44,049,510</u>

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

4. COMMON COLLECTIVE TRUST

During the years ended December 31, 2016 and 2015, the Plan held investments in the Wells Fargo Stable Value Fund Portfolio, which is a stable asset income fund managed by Galliard Capital Management, Inc., a wholly owned subsidiary of Wells Fargo. The stable value fund invests in investment contracts and security-backed contracts. An investment contract is a contract issued by a financial institution to provide a stated rate of return to the buyer of the contract for a specific period of time. A security-backed contract has similar characteristics to a traditional investment contract and is comprised of two parts: the first part is a fixed-income security or portfolio of fixed-income securities; the second part is a contract value guarantee (wrapper) provided by a third party. Wrappers provide contract value payments for certain participant-initiated withdrawals and transfers, a floor crediting rate, and return of fully accrued contract value at maturity. Wrap contracts are normally purchased from issuers rated in the top three long-term rating categories (equaling A- or above). Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The net asset value (contract value) is used as a practical expedient to estimate fair value. Contract value represents contributions made to the fund, plus earnings, less withdrawals and administrative expenses. See also Note 5 for further discussion regarding this valuation.

As of December 31, 2016 and 2015, there are no reserves against contract value for credit risk of the contract issue or otherwise. The crediting interest rates for the contracts are initially based on the yield of the underlying assets and then reset periodically utilizing a crediting rate formula. Interest rates are reviewed on a quarterly basis for resetting, but may be reset more or less frequently.

Generally, there are not any events that could limit the ability of the Plan to transact at contract value with the participants.

5. FAIR VALUE OF INVESTMENTS IN CERTAIN ENTITIES THAT CALCULATE NET ASSET VALUE PER SHARE

The custodian of the Plan holds investment assets and executes investment transactions therein, and substantially all information pertaining to the plan's investments and notes receivable from participants included in the financial statements, including the associated investment income and interest earned on notes receivable from participants, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by the custodian of the Plan. Based on information provided and certified by the custodian, there are no fixed income obligations, leases, or debt instruments in default or deemed uncollectible, as defined by ERISA, for the years ended December 31, 2016 and 2015.

The following table sets forth the Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2016 and 2015:

<u>Investment</u>	<u>Fair Value</u>	<u>2016 Unfunded Commitment</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust	<u>\$ 5,086,322</u>	<u>\$ ---</u>	Daily	None
<u>Investment</u>	<u>Fair Value</u>	<u>2015 Unfunded Commitment</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Common Collective Trust	<u>\$ 4,326,899</u>	<u>\$ ---</u>	Daily	None

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

6. INVESTMENTS CERTIFIED BY THE TRUSTEE (UNAUDITED)

The Plan has elected the method of annual compliance reporting permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The assets of the Plan are held by the trustees.

As of December 31:	2016	2015
Investments, at fair value:		
Mutual funds	\$ 45,855,575	\$ 39,722,611
Common collective trust	\$ 5,086,322	\$ 4,326,899
Notes receivable from participants	\$ 682,295	\$ 692,342

For the Year Ended December 31, 2016

Net appreciation in fair value of investments	\$ 2,327,593
Interest and dividend income	\$ 1,096,920
Interest on notes receivable from participants	\$ 25,539

7. RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31 to Schedule H of form 5500:

	2016	2015
Net assets available for benefits per the financial statements	\$ 52,079,818	\$ 44,960,125
Less:		
Participants' contributions receivable	255,907	148,113
Employer contributions receivable	<u>199,719</u>	<u>70,160</u>
Net assets available for benefits per Schedule H of Form 5500	<u>\$ 51,624,192</u>	<u>\$ 44,741,852</u>

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

Net increase in net assets per financial statements	\$ 7,119,693
Participants' contribution receivable at December 31, 2016	(255,907)
Employer contribution receivable at December 31, 2016	(199,719)
Participants' contribution receivable at December 31, 2015	148,113
Employer contribution receivable at December 31, 2015	<u>70,160</u>
Net increase in net assets per Schedule H of Form 5500	<u>\$ 6,882,340</u>

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Notes to Financial Statements
December 31, 2016 and 2015

8. PLAN TERMINATION

Although it has not expressed any intention 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 the Internal Revenue Code. In the event of Plan termination, participants will become 100% vested in their accounts.

9. PARTIES-IN-INTEREST

WGNA provides the plan with certain accounting and administrative services for which no fees are charged. The plan allows for administrative costs to be paid by the plan sponsor or absorbed through the forfeiture account. Certain costs are paid by the sponsor directly.

Certain Plan investments are units of a common trust fund managed by Bank of America, N.A. Bank of America, N.A. is the trustee, as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Fees paid by the Plan for the investment management services amounted to \$2,725 and \$4,919 for the years ended December 31, 2016 and 2015, respectively.

10. TAX STATUS

The Plan obtained its latest determination letter on March 31, 2014 in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC. The Plan is required to operate in conformity with the applicable provisions of the IRC to maintain its tax-qualified status. The Plan has been amended since receiving the opinion letter. However, the Sponsor believes the Plan is being operated in compliance with the applicable requirements of the IRC and, therefore, believes the Plan is qualified and the related trust is tax-exempt.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or the Department of Labor. The Sponsor has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016 and 2015, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Furthermore, there are no tax related interest or penalties included in the financial statements presented.

11. SUBSEQUENT EVENTS

The Plan has evaluated subsequent events occurring after the date of the financial statements through the date of October 4, 2017, which is the date the financial statements were available to be issued. Based on this evaluation, the Plan has determined that no subsequent events have occurred that would require disclosure in or adjustment to the financial statements.

SUPPLEMENTAL INFORMATION

Westcon Group North America, Inc. 401(k) Profit Sharing Plan
Schedule H, Part IV, Line 4(i) – Schedule of Assets (Held at End of Year)
EIN: 13-3911669, Plan #001
December 31, 2016

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity date	(d) Cost	(e) Current Value
<i>Mutual funds</i>				
	MFS	Mid Cap Value FD CL A (305,313.9376 shares)	**	\$ 6,456,291
	MFS	Mid Cap Value FD CL A GM (12,316.0420 shares)	**	260,416
	MFS	Total Return Bond FD A (379,428.0493 shares)	**	3,996,257
	MFS	Total Return Bond FD A GM (202,369.0244 shares)	**	2,133,201
	Janus	Enterprise FD CL A (23,939.7951 shares)	**	2,218,882
	Janus	Enterprise FD CL A GM (2,149.1336 shares)	**	199,283
	Invesco	Growth and Income CL A (111,558.7851 shares)	**	2,935,340
	Invesco	Growth and Income CL A GM (23,351.0908 shares)	**	613,656
	Blackrock	Infl Prot A (37,282.2493 shares)	**	385,569
	Blackrock	Infl Prot A GM (59,465.9419 shares)	**	616,189
	Blackrock	S&P 500 Index Instl (40,018.4809 shares)	**	10,661,125
	Blackrock	S&P 500 Index Instl GM (3,356.7983 shares)	**	894,411
	MFS	International Value FD A (59,317.1201 shares)	**	2,061,440
	MFS	International Value FD A GM (19,557.2598 shares)	**	681,020
	Oppenheimer	Oppenheimer Intl Growth F CL A (117,896.6070 shares)	**	4,102,907
	Oppenheimer	Oppenheimer Intl Growth F CL A GM (19,064.1843 shares)	**	663,707
	Prudential	Jennison Small Comp (24,177.5429 shares)	**	544,856
	Prudential	Jennison Small Comp GM (3,835.7300 shares)	**	86,650
	Prudential	Jennison Growth Fund A (143,717.5265 shares)	**	4,036,880
	Prudential	Jennison Growth Fund A GM (13,279.3701 shares)	**	372,430
	Delaware Funds	Small Cap Value Fund CI A (29,397.1413 shares)	**	1,746,935
	Delaware Funds	Small Cap Value Fund CI A GM (3,149.6289 shares)	**	187,980
*	Bank of America	Money Market Fund (150.0000 shares)	**	150
	Total mutual funds		**	45,855,575
<i>Common/collective trusts</i>				
	Wells Fargo	Stable Return Fund (42,318.1243 shares)	**	4,590,995
	Wells Fargo	Stable Return Fund (4,565.1440 shares)	**	495,327
	Total investments			<u>\$50,941,897</u>
*	Notes receivable from participants 4.25%-7.25%		\$ -	<u>\$ 682,295</u>

* Denotes a party-in-interest

** Cost omitted for participant directed investments

SCHEDULE H (Form 5500) Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2016
		This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning		and ending	
A Name of plan		B Three-digit plan number (PN) ►	
C Plan sponsor's name as shown on line 2a of Form 5500		D Employer Identification Number (EIN)	

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

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

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l		
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Part II Income and Expense Statement

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

Income

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

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

Expenses

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

Net Income and Reconciliation

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

Part III Accountant's Opinion

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

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

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

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

☐ Yes ☐ No

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

(1) Name:

(2) EIN:

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			
4b			

		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			
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			
e Was this plan covered by a fidelity bond?	4e			
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			
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			
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			
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			
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			
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			
l Has the plan failed to provide any benefit when due under the plan?	4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☐ No **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year . (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

Attachment to 2016 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN **EIN:** 13-3911669
Plan Sponsor's Name WESTCON GROUP NORTH AMERICA, INC. **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	BIF MONEY FUND	MONEY MARKET	0	0
	WELLS FARGO STABLE RETURN FUND	COMMON / COLLECTIVE TRUSTS	4,442,582	4,590,995
	WELLS FARGO STA RET GM	COMMON / COLLECTIVE TRUSTS	474,363	495,326
	MFS MID CAP VALUE FD CL A	MUTUAL FUNDS	6,034,459	6,456,291
	MFS MID CAP VALUE FD CL A GM	MUTUAL FUNDS	243,071	260,416
	MFS TOTAL RETURN BOND FD A	MUTUAL FUNDS	4,104,135	3,996,257
	MFS TOTAL RETURN BOND FD A GM	MUTUAL FUNDS	2,191,005	2,113,201

Attachment to 2016 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN **EIN:** 13-3911669
Plan Sponsor's Name WESTCON GROUP NORTH AMERICA, INC. **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	JANUS ENTERPRISE FD CL A	MUTUAL FUNDS	2,111,678	2,218,882
	JANUS ENTERPRISE FD CL A GM	MUTUAL FUNDS	185,066	199,283
	INVESCO GRWTH AND INCOME CL A	MUTUAL FUNDS	2,537,491	2,935,340
	INVESCO GRWTH AND INC CL A GM	MUTUAL FUNDS	563,059	613,656
	BLACKROCK INFL PROT A	MUTUAL FUNDS	400,781	385,569
	BLACKROCK INFL PROT A GM	MUTUAL FUNDS	654,531	616,189
	BLACKROCK S&P 500 INDEX INSTL	MUTUAL FUNDS	8,673,116	10,661,125

Attachment to 2016 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN **EIN:** 13-3911669
Plan Sponsor's Name WESTCON GROUP NORTH AMERICA, INC. **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	BLACKROCK S&P 500 IDX INSTL GM	MUTUAL FUNDS	701,975	894,411
	MFS INTERNATIONAL VALUE FD A	MUTUAL FUNDS	1,984,607	2,061,440
	MFS INTERNATIONAL VAL FD A GM	MUTUAL FUNDS	608,314	681,020
	OPPENHEIMER INTL GROWTH F CL A	MUTUAL FUNDS	3,837,934	4,102,907
	OPPENHEIMER INTL GRW F A GM	MUTUAL FUNDS	645,104	663,707
	PRUDENTIAL JENNISON SMALL COMP	MUTUAL FUNDS	574,626	544,856
	PRUDENTIAL JENNISON SMALL COMP	MUTUAL FUNDS	89,681	86,650

Attachment to 2016 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN **EIN:** 13-3911669
Plan Sponsor's Name WESTCON GROUP NORTH AMERICA, INC. **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	PRUDENTIAL JENNISON GRTH FD A	MUTUAL FUNDS	4,269,211	4,036,880
	PRUDENTIAL JENNISON GRTH FD A	MUTUAL FUNDS	391,664	372,430
	DELAWARE SM CAP VALUE FD CL A	MUTUAL FUNDS	1,408,890	1,746,935
	DELAWARE SM CAP VAL FD CL A GM	MUTUAL FUNDS	144,598	187,980
	LOAN FUND	LOANS	682,295	682,295
	PENDING SETTLEMENT FUND	PENDING SETTLEMENT FUNDS	150	150
	Uninvested Cash	Uninvested Cash	0	0

Plan Name	WESTCON GROUP NORTH AMERICA, INC. 401(K) PROFIT SHARING PLAN	 EIN:	13-3911669
Plan Sponsor's Name	WESTCON GROUP NORTH AMERICA, INC.	PN:	001

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