Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- ☐ a multiemployer plan
- ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- ☒ a single-employer plan
- ☐ a DFE (specify) ____

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

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

D Check box if filing under:
- ☒ Form 5558
- ☐ automatic extension
- ☐ the DFVC program
- ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
ADEPT FASTENERS INC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2007

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)
ADEPT FASTENERS INC

28709 INDUSTRY DRIVE
VALENCIA, CA 91355-0000

2b Employer Identification Number (EIN) 20-0521369

2c Plan Sponsor's telephone number 661-705-7496

2d Business code (see instructions) 423600

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.	10/24/2017	DON LIST
	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 [X] 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:	**4b**	EIN
a	Sponsor's name	**4c**	PN

5	Total number of participants at the beginning of the plan year	**5**	133
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	131
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	146
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	0
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	146
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	146
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

2A 2E 2F 2G 2J 2K 2T 3D 3H

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

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] 0 **A** (Insurance Information)
- **(4)** [ ] **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 H (Form 5500)

Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

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

A Name of plan
ADEPT FASTENERS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ADEPT FASTENERS INC

D Employer Identification Number (EIN)
20-0521369

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	0	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	204677	249026
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	5407790	6699047
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	**1d(1)**	0	
	(2) Employer real property	**1d(2)**	0	
e	Buildings and other property used in plan operation	**1e**	0	
f	Total assets (add all amounts in lines 1a through 1e)	**1f**	5612467	6948073
	Liabilities			
g	Benefit claims payable	**1g**	0	
h	Operating payables	**1h**	0	
i	Acquisition indebtedness	**1i**	0	
j	Other liabilities	**1j**	0	
k	Total liabilities (add all amounts in lines 1g through1j)	**1k**	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	**1l**	5612467	6948073

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)**	318743	
	(B) Participants	**2a(1)(B)**	653130	
	(C) Others (including rollovers)	**2a(1)(C)**	12027	
	(2) Noncash contributions	**2a(2)**		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	**2a(3)**		983900
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)**	0	
	(E) Participant loans	**2b(1)(E)**	8328	
	(F) Other	**2b(1)(F)**	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	**2b(1)(G)**		8328
	(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)**	208331	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	**2b(2)(D)**		208331
	(3) Rents	**2b(3)**		0
	(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)**	0	
	(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)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		290846
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		1491405
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	154839	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		154839
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	960	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		960
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		155799
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1335606
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: ROSSI LLP **(2)** EIN: 95-4091474

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

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

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

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

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

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

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

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

A Name of plan
ADEPT FASTENERS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ADEPT FASTENERS INC

D Employer Identification Number (EIN)
20-0521369

Part I Distributions

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

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

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

EIN(s): _____ _____

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part VII IRS Compliance Questions

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

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

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

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
AS OF AND FOR THE YEAR ENDED
DECEMBER 31, 2016

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
FINANCIAL STATEMENTS

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Rossi LLP rossillp.com
Certified Public Accountants
Consultants

INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees
Adept Fasteners Inc
401(k) Profit Sharing Plan and Trust
Valencia, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust (the "Plan") which comprise the statement of net assets available for benefits as of December 31, 2016 and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the 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 Mid Atlantic Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the trustee as of and for the year ended December 31, 2016 that the information provided to the Plan administrator by the trustee is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

The supplemental schedule of Schedule of Assets (Held at End of Year) as of and for the year ended 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 the supplemental schedule referred to above.

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

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, has 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.

Other Matter – Prior Period

Plan management is responsible for the accompanying financial statement of Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust, which comprises the statement of net assets available for benefits as of December 31, 2015. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statement nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by Plan management. Accordingly, we do not express an opinion, conclusion, or provide any form of assurance on the financial statement.

Rossi LLP

Long Beach, California
October 11, 2017

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ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

As of December 31,	2016	Unaudited 2015
ASSETS		
Investments, at fair value:		
Mutual funds	$ 6,699,047	$ 5,407,790
Total investments	6,699,047	5,407,790
Receivables:		
Notes receivable from participants	249,026	204,677
Total receivables	249,026	204,677
Total assets	$ 6,948,073	$ 5,612,467
LIABILITIES & NET ASSETS AVAILABLE FOR BENEFITS		
Total liabilities	$ -	$ -
Net assets reflecting investments at fair value	6,948,073	5,612,467
Net assets available for benefits	$ 6,948,073	$ 5,612,467

The accompanying notes are an integral part of these financial statements

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the year ended December 31,	2016
Additions to net assets attributed to:	
Investment income:	
Net appreciation in change in fair value of investments	$ 290,846
Interest and dividends	208,331
Interest on participant loans	8,328
	507,505
Contributions:	
Participants	653,130
Employer	318,743
Rollovers	12,027
	983,900
Other income	-
Total additions	1,491,405
Deductions from net assets attributed to:	
Benefits paid to participants	(149,008)
Deemed distributions	(5,831)
Contract administration fees	(960)
Total deductions	(155,799)
Net increase	1,335,606
Net assets available for benefits:	
Beginning of year	5,612,467
End of year	$ 6,948,073

The accompanying notes are an integral part of these financial statements

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

NOTE 1

DESCRIPTION OF THE PLAN

The following summary description of the Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust (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 qualified discretionary plan with a cash or deferred arrangement feature under Section 401(k) of the Internal Revenue Code, for the benefit of eligible employees of Adept Fasteners. The Plan is sponsored by Adept Fasteners (the "Employer") and became effective on January 1, 2007. The Plan was amended and restated effective December 18, 2014 and included adoption of Safe Harbor provisions. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Eligibility:

In order to be eligible for salary deferral and Employer matching contributions, a participant must be at least eighteen years of age and completed three months of service with exceptions applying to employees who may be covered by a collective bargaining agreement, nonresident aliens that receive no earned income from the Employer within the United States, and those who become an employee due to a change in business combination.

In order to be eligible for Employer profit sharing contributions, the employee must complete six months of service with the same age requirement and exceptions as above.

Participant contributions:

The Plan offers pre-tax and Roth deferrals to participants. Employees can defer from 0% to 92% of their compensation. A participant's total contribution for any one calendar year is limited to the maximum annual contribution allowable pursuant to the requirements of section 401(k) of the Internal Revenue Code. The maximum annual contribution limit is $18,000 for both 2016 and 2015. Participant contributions for the year ended December 31, 2016 was $653,130.

Catch-up contributions:

All employees who are eligible to make elective deferrals under this Plan and who have attained age 50 before the close of a Plan Year shall be eligible to make catch-up contributions of up to an additional $6,000 from that period forward in both 2016 and 2015.

Participant accounts:

Each participant's account is credited with the participant's contribution, and allocations of the Employer contributions and administrative expenses. In addition, each participant's account is valued as of each daily valuation date with earnings and losses allocated on the basis of the ratio that a participant's account balance as of the prior valuation date bears to the total account balances of all participants in the same investment, plus any adjustments for transactions since the last valuation date. Each participant is then credited with that percentage of earnings or losses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. If a participant receives a distribution from the Plan as of any date other than a valuation date, the value of the participant's account will be the value as of the prior valuation date.

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

Employer contributions:

Matching

Participants who meet the eligibility requirements stated above are eligible to receive Employer matching contributions with no additional conditions required. The Employer's matching contributions are made each pay period. The Employer matches the elective deferral up to 3% of the participants compensation for the year, plus 50% of the elective deferrals that are between 3% and 5% of compensation for the Plan year.

Discretionary

The Employer may make discretionary contributions as determined by the Employer. The amount will be allocated to each eligible participant based on an age weighted formula described in the Plan documents.

Vesting:

Participants are immediately vested in their elective contributions, as adjusted for actual earnings or losses thereon. Participants become vested in the Employer's discretionary and matching contributions commencing on the participant's date of hire according to the following schedule:

YEARS OF SERVICE	PERCENT VESTED
less than 2 years	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Participants are considered fully vested upon attainment of retirement age, retirement due to disability, death, and upon termination of the Plan.

Notes receivable from participants:

Plan participants may borrow from their vested accounts a minimum of $1,000 up to the lesser of 95% of one-half the vested account balance or 95% of the total vested account balance excluding ROTH elective deferral balances. Under no event can the loan amount exceed $50,000. The $50,000 maximum amount will be reduced by the participant's highest outstanding Plan loan balance in the prior twelve months. A participant may have no more than one loan outstanding at any one time. Participants are not required to provide a reason for requesting a loan if they agree to a 4.5 years repayment period. An extended repayment period is restricted to the purchase of a primary residence. All loans are secured by no more than 50% of the present value of a participant's vested interest in the Plan, with interest rates at prime plus 1%. The rate is based upon the prime rate of interest as published in the Wall Street Journal and updated monthly if necessary. At December 31, 2016 and 2015, interest rates on participant loans ranged from 4.5% to 4.75%. The current value of loans to participants were $249,026 and $204,677 at December 31, 2016 and 2015, respectively.

Benefit payments:

Vested benefits are payable to participants upon death, disability, severance from employment or reasons of proven financial hardship as defined in the Plan agreement. Benefits are recorded when paid. Benefit payments are made in the form of a lump-sum distribution unless a participant chooses to defer receipt of his/her distribution.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

Forfeitures:

If a participant terminates service with the Employer, and the participant receives a distribution of the entire vested portion of his/her account balance, the non-vested portion shall be forfeited. As of each anniversary date, forfeitures that arose during the Plan Year shall be reallocated at the Employer's discretion in accordance with plan description. Forfeitures attributable to Employer profit sharing and matching contributions shall be used to reduce any Employer contributions. At December 31, 2016 and 2015, forfeited non-vested accounts totaled $0.

Plan termination:

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

NOTE 2

ADOPTION OF NEW ACCOUNTING PRINCIPLE

Effective for the year ended December 31, 2016, the Financial Accounting Standards Board ("FASB") has issued a couple of Accounting Standards Updates ("ASU") as part of the Accounting Standards Codification ("ASC"). These include ASU No. 2015-12 Part I-III Plan Accounting; Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962) and Health and Welfare Benefit Plans (Topic 965) and ASU No. 2015-07 Fair Value Measurement (Topic 820). These ASU eliminate disclosures that were previously required related to both participant-directed investments and nonparticipant-directed investments, require net appreciation and depreciation in investments to be presented in the aggregate and require that investments only be presented based on general type and no longer are required to be presented on a disaggregated basis. As required by the ASUs, the Plan has adopted these provisions retroactively to the comparative 2015 year as well as for the 2016 year.

In addition, ASU 2015-07 permits a reporting entity, as a practical expedient, to measure the fair value of certain investments using the net asset value per share of the investment.

The cumulative impact of the retrospective application of the change in accounting principle from one acceptable method to another acceptable method resulted in a zero effect in net assets available for benefits as of December 31, 2015.

There were no changes in the amount reported under the previous accounting method and current method in the Plan's financial statements as of and for the year ended December 31, 2016 and as of December 31, 2015. Any changes made only impacted the financial statement disclosures.

NOTE 3

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting:

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

In preparing these financial statements, we evaluated the period from December 31, 2016 through October 11, 2017, the date the financial statements were available to be issued for material subsequent events requiring recognition or disclosure in the accompanying financial statements.

Use of estimates:

The preparation of the Plan's financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the related amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates and assumptions.

Notes receivable from participants:

The Plan reports loans to participants in accordance with FASB ASC 962, *Plan Accounting – Defined Contribution Pension Plans.* ASC 962 requires that loans to participants be reported as notes receivable from participants at the unpaid principal balance plus any accrued unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2016 and 2015. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Investment valuation and income recognition:

The Plan's investments are stated at fair value based upon quoted market prices. Shares of mutual funds are valued at the fair value of shares held by the Plan at December 31, 2016 and 2015. Any net appreciation or depreciation for the year is reflected in the statements of changes in net assets available for benefits. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Fully benefit-responsive investment contracts:

As described by the FASB's guidance on fair value measurements, investment contracts held by a defined-contribution plan are required to be reported at fair value. Contract value is the relevant measurement for the portion of the assets available for benefits of a defined contribution plan attributable to fully benefit responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. There are no fully benefit-responsive investment contracts in the Plan as of December 31, 2016 and 2015.

Costs and expenses:

The Plan pays for the contract administration fees which are included in the statement of changes in net assets available for benefits. Other costs and expenses of the Plan are paid by the Plan sponsor.

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

NOTE 4

INCOME TAX STATUS

The Plan has adopted a prototype plan approved by the Internal Revenue Service in its latest determination letter dated April 10, 2014. The prototype plan document was determined to be designed in accordance with the applicable section of the Internal Revenue Code ("IRC"). The Plan has since been amended; however, the Plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

The Plan has adopted guidance on accounting for uncertainty in income taxes issued by the Financial Accounting Standards Board. Management believes that the Plan has taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance.

NOTE 5

RISKS AND UNCERTAINTIES

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

NOTE 6

INFORMATION PREPARED AND CERTIFIED BY TRUSTEE

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

	As of and for the year ended December 31, 2016	As of December 31, 2015
Investments:		
Mutual funds	$ 6,699,047	$ 5,407,790
Total investments	6,699,047	5,407,790
Notes receivable from participants	249,026	204,677
Net change in fair value of investments	290,846	*
Interest and dividends	216,659	*

* Not presented for 2015

NOTE 7

INVESTMENTS

Valuation of investments:

FASB ASC 820 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. ASC 820 provides a consistent definition of fair value which focuses on an exit price between market participants in an orderly transaction. ASC 820 also prioritizes, within the measurement of fair value, the use of market-based information over entity-specific information and establishes a three-level hierarchy for fair value measurements based on the transparency of information used in the valuation of an asset or liability as of the measurement date.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

Investments measured and reported at fair value are classified and disclosed in one of the following categories:

Level I – Quoted prices are available in active markets for identical investments as of the reporting date. The type of investments in Level I include listed equities held in the name of the Organization, and exclude listed equities and other securities held indirectly through commingled funds.

Level II – Pricing inputs, including broker quotes, are generally those other than exchange quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.

Level III – Pricing inputs are unobservable for the investment and includes situations where there is little, if any, market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation. Investments that are included in this category generally include privately held investments and partnership interests.

FASB ASC 820, *Fair Value Measurements and Disclosures*, requires disclosure requirements for Levels 1 and 2, and separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures.

The following table summarizes the valuation of the Plan's investments by the ASC 820 fair value hierarchy levels as of December 31, 2016 and 2015:

As of December 31,	**2016**	**2015**
Level I		
Mutual funds	$ 6,699,047	$ 5,407,790
Total Level I, at fair value	$ 6,699,047	$ 5,407,790
Total assets, at fair value	$ 6,699,047	$ 5,407,790

Investments measured at net assets value:

ASC 820 allows net assets value ("NAV") to be used as a practical expedient to estimate the fair value of investments. Investments using the NAV per share practical expedient as fair value is no longer categorized in the fair value hierarchy but presented separately. There are no investments valued at NAV at December 31, 2016 or 2015.

ADEPT FASTENERS
401(K) PROFIT SHARING PLAN AND TRUST
(EIN: 02-0521369), (PLAN NUMBER: 001)
FORM 5500, SCHEDULE H, LINE 4i -SUPPLEMENTAL SCHEDULE OF ASSETS (HELD AT END OF YEAR)

As of December 31, 2016

All investment assets held at the end of the Plan year:

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	BlackRock Health Sciences Opportunities Portfolio Investor A Shares	**	$ 659,117
	Blackrock	BlackRock Global Allocation Fund Investor A Shares	**	528,006
	Ivy Investments	Ivy Small Cap Growth Fund Class Y	**	477,625
	Columbia Funds	Columbia Small Cap Index Fund Class A	**	464,466
	Invesco Distributors, Inc.	Invesco Diversified Dividend Fund Class A	**	402,484
	J.P. Morgan	JPMorgan SmartRetirement 2040 A	**	385,543
	Eaton Vance Funds	Eaton Vance Atlanta Capital SMID-Cap Fund Class A	**	384,192
	Blackrock	BlackRock S&P 500 Index Fund Investor A Shares	**	380,490
	MFS	MFS Growth Allocation Fund Class A	**	326,695
	Columbia Funds	Columbia Mid Cap Index Fund Class A	**	308,830
	J.P. Morgan	JPMorgan U.S. Equity Fund Class A	**	297,720
	MFS	MFS International Value Fund Class A	**	297,126
	MFS	MFS Moderate Allocation Fund Class A	**	247,592
	MFS	MFS Massachusetts Investors Growth Stock Fund Class A	**	196,877
	First Eagle Investment Management	First Eagle Gold Fund Class A	**	168,815
	Oppenheimer Funds	Oppenheimer International Growth Fund Class A	**	157,390
	J.P. Morgan	JPMorgan SmartRetirement 2030 A	**	145,416
	Ivy Investments	Ivy Science And Technology Fund Class Y	**	137,964
	Franklin Templeton Investments	Franklin Mutual Global Discovery Fund Class A	**	129,696
	Putnam Investments	Putnam U.S. Government Income Fund Class A	**	121,637
	PGIM Investments	Prudential Total Return Bond Fund Class A	**	119,350
	Blackrock	BlackRock Ready Assets Government Liquidity Fund	**	95,022
	J.P. Morgan	JPMorgan SmartRetirement 2050 A	**	86,386
	MFS	MFS Conservative Allocation Fund Class A	**	82,997
	MFS	MFS Utilities Fund Class A	**	69,304
	J.P. Morgan	JPMorgan SmartRetirement 2020 A	**	27,759
	J.P. Morgan	JPMorgan SmartRetirement 2015 A	**	548
*	Notes receivable from participants	Interest rates ranging from 4.25% to 4.50% and maturing through December 15, 2026	-0-	249,026
		Total		$ 6,948,073

See independent auditor's report

* Indicates party-in-interest
** Cost not required to be presented for participant directed investment

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
AS OF AND FOR THE YEAR ENDED
DECEMBER 31, 2016

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
FINANCIAL STATEMENTS

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Rossi LLP rossillp.com
Certified Public Accountants
Consultants

INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees
Adept Fasteners Inc
401(k) Profit Sharing Plan and Trust
Valencia, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust (the "Plan") which comprise the statement of net assets available for benefits as of December 31, 2016 and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the 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 Mid Atlantic Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certification from the trustee as of and for the year ended December 31, 2016 that the information provided to the Plan administrator by the trustee is complete and accurate.

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Disclaimer of Opinion

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

Other Matter

The supplemental schedule of Schedule of Assets (Held at End of Year) as of and for the year ended 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 the supplemental schedule referred to above.

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

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, has 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.

Other Matter – Prior Period

Plan management is responsible for the accompanying financial statement of Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust, which comprises the statement of net assets available for benefits as of December 31, 2015. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statement nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by Plan management. Accordingly, we do not express an opinion, conclusion, or provide any form of assurance on the financial statement.

Rossi LLP

Long Beach, California
October 11, 2017

rossi

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

As of December 31,	2016	Unaudited 2015
ASSETS		
Investments, at fair value:		
Mutual funds	$ 6,699,047	$ 5,407,790
Total investments	6,699,047	5,407,790
Receivables:		
Notes receivable from participants	249,026	204,677
Total receivables	249,026	204,677
Total assets	$ 6,948,073	$ 5,612,467
LIABILITIES & NET ASSETS AVAILABLE FOR BENEFITS		
Total liabilities	$ -	$ -
Net assets reflecting investments at fair value	6,948,073	5,612,467
Net assets available for benefits	$ 6,948,073	$ 5,612,467

The accompanying notes are an integral part of these financial statements

ADEPT FASTENERS INC
401(K) PROFIT SHARING PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the year ended December 31,	2016
Additions to net assets attributed to:	
Investment income:	
Net appreciation in change in fair value of investments	$ 290,846
Interest and dividends	208,331
Interest on participant loans	8,328
	507,505
Contributions:	
Participants	653,130
Employer	318,743
Rollovers	12,027
	983,900
Other income	-
Total additions	1,491,405
Deductions from net assets attributed to:	
Benefits paid to participants	(149,008)
Deemed distributions	(5,831)
Contract administration fees	(960)
Total deductions	(155,799)
Net increase	1,335,606
Net assets available for benefits:	
Beginning of year	5,612,467
End of year	$ 6,948,073

The accompanying notes are an integral part of these financial statements

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

NOTE 1

DESCRIPTION OF THE PLAN

The following summary description of the Adept Fasteners Inc 401(k) Profit Sharing Plan and Trust (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 qualified discretionary plan with a cash or deferred arrangement feature under Section 401(k) of the Internal Revenue Code, for the benefit of eligible employees of Adept Fasteners. The Plan is sponsored by Adept Fasteners (the "Employer") and became effective on January 1, 2007. The Plan was amended and restated effective December 18, 2014 and included adoption of Safe Harbor provisions. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Eligibility:

In order to be eligible for salary deferral and Employer matching contributions, a participant must be at least eighteen years of age and completed three months of service with exceptions applying to employees who may be covered by a collective bargaining agreement, nonresident aliens that receive no earned income from the Employer within the United States, and those who become an employee due to a change in business combination.

In order to be eligible for Employer profit sharing contributions, the employee must complete six months of service with the same age requirement and exceptions as above.

Participant contributions:

The Plan offers pre-tax and Roth deferrals to participants. Employees can defer from 0% to 92% of their compensation. A participant's total contribution for any one calendar year is limited to the maximum annual contribution allowable pursuant to the requirements of section 401(k) of the Internal Revenue Code. The maximum annual contribution limit is $18,000 for both 2016 and 2015. Participant contributions for the year ended December 31, 2016 was $653,130.

Catch-up contributions:

All employees who are eligible to make elective deferrals under this Plan and who have attained age 50 before the close of a Plan Year shall be eligible to make catch-up contributions of up to an additional $6,000 from that period forward in both 2016 and 2015.

Participant accounts:

Each participant's account is credited with the participant's contribution, and allocations of the Employer contributions and administrative expenses. In addition, each participant's account is valued as of each daily valuation date with earnings and losses allocated on the basis of the ratio that a participant's account balance as of the prior valuation date bears to the total account balances of all participants in the same investment, plus any adjustments for transactions since the last valuation date. Each participant is then credited with that percentage of earnings or losses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. If a participant receives a distribution from the Plan as of any date other than a valuation date, the value of the participant's account will be the value as of the prior valuation date.

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

Employer contributions:

Matching

Participants who meet the eligibility requirements stated above are eligible to receive Employer matching contributions with no additional conditions required. The Employer's matching contributions are made each pay period. The Employer matches the elective deferral up to 3% of the participants compensation for the year, plus 50% of the elective deferrals that are between 3% and 5% of compensation for the Plan year.

Discretionary

The Employer may make discretionary contributions as determined by the Employer. The amount will be allocated to each eligible participant based on an age weighted formula described in the Plan documents.

Vesting:

Participants are immediately vested in their elective contributions, as adjusted for actual earnings or losses thereon. Participants become vested in the Employer's discretionary and matching contributions commencing on the participant's date of hire according to the following schedule:

YEARS OF SERVICE	PERCENT VESTED
less than 2 years	0%
2	20%
3	40%
4	60%
5	80%
6	100%

Participants are considered fully vested upon attainment of retirement age, retirement due to disability, death, and upon termination of the Plan.

Notes receivable from participants:

Plan participants may borrow from their vested accounts a minimum of $1,000 up to the lesser of 95% of one-half the vested account balance or 95% of the total vested account balance excluding ROTH elective deferral balances. Under no event can the loan amount exceed $50,000. The $50,000 maximum amount will be reduced by the participant's highest outstanding Plan loan balance in the prior twelve months. A participant may have no more than one loan outstanding at any one time. Participants are not required to provide a reason for requesting a loan if they agree to a 4.5 years repayment period. An extended repayment period is restricted to the purchase of a primary residence. All loans are secured by no more than 50% of the present value of a participant's vested interest in the Plan, with interest rates at prime plus 1%. The rate is based upon the prime rate of interest as published in the Wall Street Journal and updated monthly if necessary. At December 31, 2016 and 2015, interest rates on participant loans ranged from 4.5% to 4.75%. The current value of loans to participants were $249,026 and $204,677 at December 31, 2016 and 2015, respectively.

Benefit payments:

Vested benefits are payable to participants upon death, disability, severance from employment or reasons of proven financial hardship as defined in the Plan agreement. Benefits are recorded when paid. Benefit payments are made in the form of a lump-sum distribution unless a participant chooses to defer receipt of his/her distribution.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

Forfeitures:

If a participant terminates service with the Employer, and the participant receives a distribution of the entire vested portion of his/her account balance, the non-vested portion shall be forfeited. As of each anniversary date, forfeitures that arose during the Plan Year shall be reallocated at the Employer's discretion in accordance with plan description. Forfeitures attributable to Employer profit sharing and matching contributions shall be used to reduce any Employer contributions. At December 31, 2016 and 2015, forfeited non-vested accounts totaled $0.

Plan termination:

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

NOTE 2

ADOPTION OF NEW ACCOUNTING PRINCIPLE

Effective for the year ended December 31, 2016, the Financial Accounting Standards Board ("FASB") has issued a couple of Accounting Standards Updates ("ASU") as part of the Accounting Standards Codification ("ASC"). These include ASU No. 2015-12 Part I-III Plan Accounting; Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962) and Health and Welfare Benefit Plans (Topic 965) and ASU No. 2015-07 Fair Value Measurement (Topic 820). These ASU eliminate disclosures that were previously required related to both participant-directed investments and nonparticipant-directed investments, require net appreciation and depreciation in investments to be presented in the aggregate and require that investments only be presented based on general type and no longer are required to be presented on a disaggregated basis. As required by the ASUs, the Plan has adopted these provisions retroactively to the comparative 2015 year as well as for the 2016 year.

In addition, ASU 2015-07 permits a reporting entity, as a practical expedient, to measure the fair value of certain investments using the net asset value per share of the investment.

The cumulative impact of the retrospective application of the change in accounting principle from one acceptable method to another acceptable method resulted in a zero effect in net assets available for benefits as of December 31, 2015.

There were no changes in the amount reported under the previous accounting method and current method in the Plan's financial statements as of and for the year ended December 31, 2016 and as of December 31, 2015. Any changes made only impacted the financial statement disclosures.

NOTE 3

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting:

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

In preparing these financial statements, we evaluated the period from December 31, 2016 through October 11, 2017, the date the financial statements were available to be issued for material subsequent events requiring recognition or disclosure in the accompanying financial statements.

Use of estimates:

The preparation of the Plan's financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the related amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates and assumptions.

Notes receivable from participants:

The Plan reports loans to participants in accordance with FASB ASC 962, *Plan Accounting – Defined Contribution Pension Plans.* ASC 962 requires that loans to participants be reported as notes receivable from participants at the unpaid principal balance plus any accrued unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2016 and 2015. If a participant ceases to make loan repayments and the Plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Investment valuation and income recognition:

The Plan's investments are stated at fair value based upon quoted market prices. Shares of mutual funds are valued at the fair value of shares held by the Plan at December 31, 2016 and 2015. Any net appreciation or depreciation for the year is reflected in the statements of changes in net assets available for benefits. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Fully benefit-responsive investment contracts:

As described by the FASB's guidance on fair value measurements, investment contracts held by a defined-contribution plan are required to be reported at fair value. Contract value is the relevant measurement for the portion of the assets available for benefits of a defined contribution plan attributable to fully benefit responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. There are no fully benefit-responsive investment contracts in the Plan as of December 31, 2016 and 2015.

Costs and expenses:

The Plan pays for the contract administration fees which are included in the statement of changes in net assets available for benefits. Other costs and expenses of the Plan are paid by the Plan sponsor.

As of December 31, 2016 (audited) and 2015 (unaudited)
and for the year ended December 31, 2016

NOTE 4

INCOME TAX STATUS

The Plan has adopted a prototype plan approved by the Internal Revenue Service in its latest determination letter dated April 10, 2014. The prototype plan document was determined to be designed in accordance with the applicable section of the Internal Revenue Code ("IRC"). The Plan has since been amended; however, the Plan administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

The Plan has adopted guidance on accounting for uncertainty in income taxes issued by the Financial Accounting Standards Board. Management believes that the Plan has taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance.

NOTE 5

RISKS AND UNCERTAINTIES

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

NOTE 6

INFORMATION PREPARED AND CERTIFIED BY TRUSTEE

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

	As of and for the year ended December 31, 2016	As of December 31, 2015
Investments:		
Mutual funds	$ 6,699,047	$ 5,407,790
Total investments	6,699,047	5,407,790
Notes receivable from participants	249,026	204,677
Net change in fair value of investments	290,846	*
Interest and dividends	216,659	*

* Not presented for 2015

NOTE 7

INVESTMENTS

Valuation of investments:

FASB ASC 820 defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. ASC 820 provides a consistent definition of fair value which focuses on an exit price between market participants in an orderly transaction. ASC 820 also prioritizes, within the measurement of fair value, the use of market-based information over entity-specific information and establishes a three-level hierarchy for fair value measurements based on the transparency of information used in the valuation of an asset or liability as of the measurement date.

As of December 31, 2016 (audited) and 2015 (unaudited) and for the year ended December 31, 2016

Investments measured and reported at fair value are classified and disclosed in one of the following categories:

Level I – Quoted prices are available in active markets for identical investments as of the reporting date. The type of investments in Level I include listed equities held in the name of the Organization, and exclude listed equities and other securities held indirectly through commingled funds.

Level II – Pricing inputs, including broker quotes, are generally those other than exchange quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.

Level III – Pricing inputs are unobservable for the investment and includes situations where there is little, if any, market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation. Investments that are included in this category generally include privately held investments and partnership interests.

FASB ASC 820, *Fair Value Measurements and Disclosures*, requires disclosure requirements for Levels 1 and 2, and separate disclosures of purchases, sales, issuances, and settlements relating to Level 3 measurements and clarification of existing fair value disclosures.

The following table summarizes the valuation of the Plan's investments by the ASC 820 fair value hierarchy levels as of December 31, 2016 and 2015:

As of December 31,	**2016**	**2015**
Level I		
Mutual funds	$ 6,699,047	$ 5,407,790
Total Level I, at fair value	$ 6,699,047	$ 5,407,790
Total assets, at fair value	$ 6,699,047	$ 5,407,790

Investments measured at net assets value:

ASC 820 allows net assets value ("NAV") to be used as a practical expedient to estimate the fair value of investments. Investments using the NAV per share practical expedient as fair value is no longer categorized in the fair value hierarchy but presented separately. There are no investments valued at NAV at December 31, 2016 or 2015.

ADEPT FASTENERS
401(K) PROFIT SHARING PLAN AND TRUST
(EIN: 02-0521369), (PLAN NUMBER: 001)
FORM 5500, SCHEDULE H, LINE 4i -SUPPLEMENTAL SCHEDULE OF ASSETS (HELD AT END OF YEAR)

As of December 31, 2016

All investment assets held at the end of the Plan year:

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	BlackRock Health Sciences Opportunities Portfolio Investor A Shares	**	$ 659,117
	Blackrock	BlackRock Global Allocation Fund Investor A Shares	**	528,006
	Ivy Investments	Ivy Small Cap Growth Fund Class Y	**	477,625
	Columbia Funds	Columbia Small Cap Index Fund Class A	**	464,466
	Invesco Distributors, Inc.	Invesco Diversified Dividend Fund Class A	**	402,484
	J.P. Morgan	JPMorgan SmartRetirement 2040 A	**	385,543
	Eaton Vance Funds	Eaton Vance Atlanta Capital SMID-Cap Fund Class A	**	384,192
	Blackrock	BlackRock S&P 500 Index Fund Investor A Shares	**	380,490
	MFS	MFS Growth Allocation Fund Class A	**	326,695
	Columbia Funds	Columbia Mid Cap Index Fund Class A	**	308,830
	J.P. Morgan	JPMorgan U.S. Equity Fund Class A	**	297,720
	MFS	MFS International Value Fund Class A	**	297,126
	MFS	MFS Moderate Allocation Fund Class A	**	247,592
	MFS	MFS Massachusetts Investors Growth Stock Fund Class A	**	196,877
	First Eagle Investment Management	First Eagle Gold Fund Class A	**	168,815
	Oppenheimer Funds	Oppenheimer International Growth Fund Class A	**	157,390
	J.P. Morgan	JPMorgan SmartRetirement 2030 A	**	145,416
	Ivy Investments	Ivy Science And Technology Fund Class Y	**	137,964
	Franklin Templeton Investments	Franklin Mutual Global Discovery Fund Class A	**	129,696
	Putnam Investments	Putnam U.S. Government Income Fund Class A	**	121,637
	PGIM Investments	Prudential Total Return Bond Fund Class A	**	119,350
	Blackrock	BlackRock Ready Assets Government Liquidity Fund	**	95,022
	J.P. Morgan	JPMorgan SmartRetirement 2050 A	**	86,386
	MFS	MFS Conservative Allocation Fund Class A	**	82,997
	MFS	MFS Utilities Fund Class A	**	69,304
	J.P. Morgan	JPMorgan SmartRetirement 2020 A	**	27,759
	J.P. Morgan	JPMorgan SmartRetirement 2015 A	**	548
*	Notes receivable from participants	Interest rates ranging from 4.25% to 4.50% and maturing through December 15, 2026	-0-	249,026
		Total		$ 6,948,073

See independent auditor's report

* Indicates party-in-interest
** Cost not required to be presented for participant directed investment