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.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [X] 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:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
ACE INDUSTRIAL SUPPLY, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2002

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)
ACE INDUSTRIAL SUPPLY INC

7535 SAN FERNANDO BLVD
BURBANK, CA 91505

2b Employer Identification Number (EIN)
41-2161289

2c Plan Sponsor's telephone number
818-252-1981

2d Business code (see instructions)
332210

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.	04/19/2018	ANA SALINAS
	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**	161
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)**	141
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	215
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	17
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	232
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	232
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	90
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	5
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

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)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] 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)** [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)** [X] **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 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.

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

A Name of plan
ACE INDUSTRIAL SUPPLY, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
ACE INDUSTRIAL SUPPLY INC

D Employer Identification Number (EIN)
41-2161289

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)

a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN FUNDS EURO P

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN FUNDS NW PR

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VY JPMORGAN EMRG MKTS EQ PORT ADV

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA CLARION REAL ESTATE PORT ADV

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA FMR DIVERSIFIED MD CP PORT ADV

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA RUSSELL MID CAP INDEX PORT A

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA RUSSELL SM CP INDEX PORT A

b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO

c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA SMALL CAP OPPORTUNITIES PRT A		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VICTORY ESTABLISHED		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: FRANKLIN SMALL CAP VALUE FUND R		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN FUNDS WASH		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA U.S. STOCK		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: AMERICAN FUNDS INCOM		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION 2015 PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION 2025 PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION 2035 PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION 2045 PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0

a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION INC PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INDEX SOLUTION 2055 PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: PIMCO REAL RETURN FU		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: PIMCO TOTAL RETURN FUND		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA MONEY MKT FND A HOLDING ACCT		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA FIXED ACCOUNT		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA LARGE CAP GROWTH PORT ADV		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA HIGH YIELD PORT		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: VOYA INTERMEDIATE BOND FUND R		
b Name of sponsor of entity listed in (a): VOYA LIFE INSURANCE AND ANNUITY CO		
c EIN-PN 71-0294708-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: JOHN HANCOCK STABLE VALUE		
b Name of sponsor of entity listed in (a): JOHN HANCOCK STABLE VALUE		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 26490

a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2010 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2010 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 19161
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2015 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2015 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 89269
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2020 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2020 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3163
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2025 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2025 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 118212
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2030 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2030 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 60688
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2035 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2035 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 56915
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2040 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2040 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 114113
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2045 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2045 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 80703
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2050 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2050 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 198530
a Name of MTIA, CCT, PSA, or 103-12 IE: JH MULTI-INDEX 2055 LIFETIME		
b Name of sponsor of entity listed in (a): JH MULTI-INDEX 2055 LIFETIME		
c EIN-PN 41-2161289-000	**d** Entity code P	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 97395

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

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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

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

A Name of plan
ACE INDUSTRIAL SUPPLY, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ACE INDUSTRIAL SUPPLY INC

D Employer Identification Number (EIN)
41-2161289

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)	464	528
(2) Participant contributions	1b(2)	2470	2266
(3) Other	1b(3)	0	
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	891	
(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)	21878	35305
(9) Value of interest in common/collective trusts	1c(9)	134193	
(10) Value of interest in pooled separate accounts	1c(10)		864639
(11) Value of interest in master trust investment accounts	1c(11)	0	
(12) Value of interest in 103-12 investment entities	1c(12)	0	
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	510461	
(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	670357	902738
	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	670357	902738

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)	36688	
	(B) Participants	2a(1)(B)	166440	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		203128
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)	1022	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1022
	(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)	7419	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		7419
	(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)		36514
(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)		4736
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		252819
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	19870	
(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)		19870
f Corrective distributions (see instructions)	2f		568
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		20438
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		232381
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: SRG, LLP **(2)** EIN: 95-4476507

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		17095
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		100000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m	X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n	X		
o	Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

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

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

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

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
ACE INDUSTRIAL SUPPLY, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ACE INDUSTRIAL SUPPLY INC

D Employer Identification Number (EIN)
41-2161289

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): 71-0294708

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 _____/_____/_____.

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

FINANCIAL STATEMENTS
WITH SUPPLEMENTARY INFORMATION
AND INDEPENDENT AUDITORS' REPORT

AS OF DECEMBER 31, 2016 AND 2015 AND
FOR THE YEAR ENDED DECEMBER 31, 2016

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

CONTENTS

YEARS ENDED DECEMBER 31, 2016 AND 2015

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Independent Auditors' Report

To the Participants and Plan Administrator of
Ace Industrial Supply, Inc. 401(k) Plan

Report on the financial statements

We were engaged to audit the accompanying financial statements of Ace Industrial Supply, Inc. 401(k) 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 3, which was certified by John Hancock Life Insurance Company (U.S.A.) ("John Hancock") and Voya Retirement Insurance and Annuity Company ("Voya Retirement"), the trustees 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 trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustees as of and for the years ended December 31, 2016 and 2015, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of opinion

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

Other matter

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

SRG, LLP

SRG, LLP
February 8, 2018

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2016 AND 2015

	2016	2015
Assets		
Investments		
Investments, at fair value	$ 864,639	$ 511,352
Investments, at contract value	-	128,077
Total investments	864,639	639,429
Receivables		
Employer contributions	528	464
Participant contributions	2,266	2,470
Notes receivable from participants	35,305	21,878
Total receivables	38,099	24,812
Net assets available for benefits	$ 902,738	$ 664,241

See notes to the financial statements.

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED DECEMBER 31, 2016

Additions to net assets attributed to:	
Investment income:	
Net appreciation in fair value of investments	$ 47,366
Interest and dividends	7,419
Total investment income	54,785
Interest income on notes receivable from participants	1,022
Contributions:	
Employer	36,688
Participants	166,440
Total contributions	203,128
Total additions to net assets	258,935
Deductions from net assets attributed to:	
Benefits paid to participants	(20,438)
Net change	238,497
Net assets available for benefits, beginning of year	664,241
Net assets available for benefits, end of year	$ 902,738

See notes to the financial statements.

1. Description of the Plan and benefits

The following description of the Ace Industrial Supply, Inc. 401(k) Plan (the "Plan"), is provided only for general information. Participants should refer to the Plan Agreement or Summary Plan Description for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan under Section 401(a) of the Internal Revenue Code (the "IRC"). The Plan was established on January 1, 2002, and amended and restated in January 2010 for the benefit of Ace Industrial Supply, Inc. (the "Company" or the "Employer"). Effective June 2016, John Hancock Life Insurance Company ("John Hancock"), the Trustee, is responsible for administering and holding participant directed Plan investments. The Plan's Recordkeeper is Paychex Inc. ("Paychex"). In 2015, Voya Retirement Insurance and Annuity Company ("Voya Retirement"), the trustee, was responsible for administering and holding participant directed Plan investments and the Plan's recordkeeper was QBI, LLC. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The conversion initiated a blackout period beginning May 12, 2016, and continuing through June 29, 2016. During the blackout period, funds could not be applied to participant selected funds with the new custodian or withdrawn from the Plan unti the custodian had time to accurately compete the conversion. During the period, employee contributions continue to be made through payroll deductions, and the contributions were held until the completion of the blackout period. At the end of the blackout period, these funds were transferred to the investment options requested by each participant.

Eligibility

Eligible employees of the Plan must be at least twenty-one years of age and have completed at least one thousand (1,000) hours of service in a twelve (12) month period. The entry date is semi-annual following the day he or she becomes an eligible employee.

1. Description of the Plan and benefits - continued

Contributions

Under the terms of the Plan, eligible employees may elect to defer up to 100% of their annual compensation, limited to a maximum amount specified by the Internal Revenue Service ($18,000 for employees under age 50, and $24,000 for employees age 50 and over for 2016 and 2015). Participants may also elect to contribute after-tax contributions to the Plan. Participants may contribute amounts representing distributions from other qualified defined benefit or contribution plans (rollovers). Participants direct the investment of their accounts into a variety of investment options offered by the Plan. A participant may authorize transfers among investment options at any time.

The Company may make non-elective contributions, at the discretion of the Company's Board of Directors. For the year ended December 31, 2016, the Company made contributions totaling $36,688.

Participant accounts

Each participant's account is credited with the participant's voluntary contributions, employer's non-elective contributions, and allocation of the Plan earnings. Allocations are based on participant earnings or account balances as defined. The benefit, to which a participant ultimately is entitled, is the value of the participant's account, upon separation from the Plan or retirement. Participants select the fund(s) in which they invest.

Vesting

Participants are immediately vested in their account balances. Participant interest in matching and profit sharing contribution accounts shall vest over 6 years using a tiered structure as follows: 0% for less than two years, 20% for two to three years, 40% for three to four years, 60% for four to five years, 80% for five to six years, and 100% fully vested for six or more years of service.

Notes receivable from participants

Participants may borrow a portion of their 401(k) contributions, subject to the IRC regulations. Loans to a participant are secured by the participant's account and may not exceed the lesser of fifty percent of the participant's vested account balance, or $50,000, in the aggregate, for a period not to exceed five years unless the funds are used to purchase a principal residence. Funds used to purchase a principal residence must be repaid within thirty years.

1. Description of the Plan and benefits - continued

Benefit payments and withdrawals

If a participant's employment ceases as a result of death, the participant or the participant's beneficiaries are entitled to receive the vested contents of the account. If a participant terminates for any other reason, participants or their beneficiaries may elect to leave their account balances in the Plan or receive the vested balance in a single lump sum amount. The Plan may immediately distribute terminated participant account balances that do not exceed $1,000. Benefits are recorded when paid.

Benefit payments and withdrawals - continued

In-service distributions may be made from any of the participant's vested accounts at any time for a hardship. Events that qualify for a hardship withdrawal are as follows: to cover necessary medical expenses, for costs directly related to the purchase of the participant's primary residence, for expenses related to post-secondary education, for payments necessary to prevent the participant's eviction from, or foreclosure of the primary residence, for payments for funeral or burial expenses for the participant's deceased parent, spouse, child or dependent, and for costs to repair damage to the participant's principal residence that would qualify for a casualty loss deduction.

Investment options and management

The Plan provides a variety of investment options with differing risk and growth characteristics. As of December 31, 2016, substantially all of the Plan's net assets available for benefits were invested in investments funds under the management of John Hancock. Participants may change their investment allocation and/or transfer their account balances among the various funds.

Plan termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, all amounts contributed to the Plan shall become 100% vested and nonforfeitable.

Forfeitures

Forfeitures of terminated participants' nonvested accounts arising from Company matching contributions can be used to pay administrative expenses under the Plan, or to reduce future Company contributions. Forfeitures during the Plan years ended December 31, 2016 and 2015 totaled $0 and $888, respectively.

2. Summary of significant accounting policies

Basis of accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Valuation of investments

The Plan's investments are reported at fair value. The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

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

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

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset’s or liability’s fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

2. Summary of significant accounting policies - continued

Valuation of investments - continued

If available, quoted market prices are used to value investments. Shares of money market funds, pooled separate accounts, and units in registered investment companies are valued at the net asset value ("NAV") of shares held by the Plan at year-end.

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.

Unrealized gains and losses on investments are calculated from fair value as of the previous Plan year-end, or from cost if acquired during the Plan year, and are included in appreciation in fair value of investments.

See Note 6 for details on the Plan's fair value measurements.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus accrued interest.

Contributions

Contributions from the employer are accrued in the period when earned.

Payment of benefits

Benefits are recorded when paid.

Estimates

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

2. Summary of significant accounting policies - continued

New accounting pronouncements

In May 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2015-07, Fair Value Measurement (Topic 820), which updated guidance on the disclosure requirements for certain investments measured at fair value using the net asset value per share (or its equivalent) practical expedient as defined in ASC Topic 820. The new guidance removes the requirement to categorize such investments within the fair value hierarchy for which fair value is measured using the net asset value practical expedient in Accounting Standards Codification 820. ASU 2015-07 requires retrospective application and is effective for fiscal years beginning after December 15, 2015 with early adoption permitted. The Company adopted the new pronouncement for the fiscal year beginning January 1, 2016. The implementation of the pronouncement does not have material effect on the Plan's financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts. Part II eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. Part II also simplifies disclosures of the level of desegregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risks for disclosure purposes. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III is not applicable to the Plan. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Parts I and II are to be applied retrospectively to all periods presented. The Company adopted the new pronouncement for the fiscal year beginning January 1, 2016. The implementation of the pronouncement does not have material effect on the Plan's financial statements.

3. Information certified by the trustee

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

- Investments, as reflected on the accompanying Statements of Net Assets Available for Benefits as of December 31, 2016 and 2015;
- Net appreciation in fair value of investments, as reflected in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2016;
- Investment values and changes for 2016 and 2015 disclosed in Note 6 - Fair value measurements;
- Current values, as reflected in Form 5500 - Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2016.

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

4. Investment in fixed account (unaudited)

At December 31, 2015, the Plan held a contract for the Voya Fixed Account. The Voya Fixed Account provided stability of principal and credits interest on all amounts allocated to this option. Minimum rates of interest were guaranteed, and interest that exceeds the minimum may be credited to the account. The current interest rate was subject to change at any time.

Because the Voya Fixed Account is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the Voya Fixed Account. The Voya Fixed Account is presented on the face of the statement of net assets available for benefits. Contract value, as reported to the Plan by Voya Retirement, represents the approximate amount that would have been paid if the contract had been terminated as of the last day of the reporting period including potential surrender charges and market value adjustments as of such date. Withdrawals from the Voya Fixed Account for the other than the payment of benefits to participants may be subject to a market value adjustment and a surrender charge.

4. Investment in fixed account (unaudited) - continued

Interest was credited at an annual effective yield that has no minimum rate for the life of the contract. Interest rates were approximately 0.7% for the year ended December 31, 2015. The fair value of the investment contract at December 31, 2015 was $134,193. In 2016, the assets were transferred to John Hancock and therefore, the balance was $0 at December 31, 2016.

5. Notes receivable from participants

At December 31, 2016 and 2015, the Plan has made loans to participants totaling $35,305 and $21,878, respectively. At December 31, 2016 and 2015, the outstanding loans bear interest rate from 4.25% to 5.25%, respectively, and mature at various dates through 2021. The unpaid balance of any loan is immediately payable upon termination of employment and may be offset against the participant's vested account.

6. Fair value measurements

The Plan uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. For additional information on how the Plan measures fair value refer to Note 2 - Summary of significant accounting policies.

The following table summarizes the assets and liabilities of the Plan for which fair values are determined on a recurring basis:

Investment Assets at Fair Value as of December 31, 2016

	Level 1	Level 2	Level 3	Total
Assets:				
Pooled separate accounts:				
Conservative	$ 26,490	$ -	$ -	$ 26,490
Asset allocation	838,149	-	-	838,149
Total investments at fair value	$ 864,639	$ -	$ -	$ 864,639

Level 3 assets were zero at December 31, 2016.

6. Fair value measurements - continued

Investment Assets at Fair Value as of December 31, 2015				
	Level 1	**Level 2**	**Level 3**	**Total**
Assets:				
Money market fund	$ 891	$ -	$ -	$ 891
Registered investment companies:				
Asset allocation	259,310	-	-	259,310
Bond funds	90,989	-	-	90,989
Balanced funds	3,737	-	-	3,737
Large Capital Value	37,568	-	-	37,568
Large Capital Growth	2,012	-	-	2,012
Small / Mid Specialty	73,674	-	-	73,674
Global/International	43,171	-	-	43,171
Total investments in registered investment companies:	510,461	-	-	510,461
Total investments at fair value	$ 511,352	$ -	$ -	511,352
Common/collective trusts, at contract value				128,077
Total investments				$ 639,429

Level 3 assets were zero at December 31, 2015.

7. Income tax status

The Plan is designed to constitute a qualified trust under the applicable sections of the IRC and is, therefore, considered to be exempt from federal income taxes. Participating employees are not subject to federal and state income taxes on Employer contributions or on income accruing to their accounts, until they receive distributions from the Plan.

Under a plan qualified pursuant to Sections 401(a) and (k) of the IRC, participants generally will not be taxed on contributions or matching contributions, or earnings thereon, until such amounts are distributed to participants or their beneficiaries under the Plan. The tax-deferred contributions and matching contributions are deductible by the Company for tax purposes when those contributions are made, subject to certain limitations set forth in Section 404 of the IRC.

7. Income tax status - continued

Participants or their beneficiaries will be taxed, at ordinary income tax rates, on the amount they receive as a distribution from the Plan at the time they receive the distribution. However, if the participant or beneficiary receives a lump sum payment of the balance under the Plan in a single taxable year, and the distribution is made by reason of death, disability or termination of employment of the participant, or after the participant has attained age 59-1/2, then certain special tax rules may be applicable.

A favorable opinion letter, with respect to the foregoing matter, was obtained from the Internal Revenue Service on April 10, 2014. The Plan has been amended since receiving the opinion letter. The Plan administrator believes that the Plan is designed, and is currently being operated, in compliance with the applicable provisions of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan, and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the taxing authorities. The Plan administrator 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 asset) 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. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

8. 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, 2015 to Schedule H of the Form 5500:

Net assets available for benefits per the 2015 financial statements	$	664,241
Fair value adjustment for common collective trust		6,116
Net assets available for benefits per 2015 Schedule H of the Form 5500	$	670,357

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

Net change per financial statements	$	238,497
Fair value adjustment for common collective trust		(6,116)
Net change in net assets available for benefits per the Form 5500	$	232,381

9. Corrective distributions

During the year ended December 31, 2016, corrective distributions of employee contributions and earnings totaling $3,203 were required to satisfy relevant contribution limits and nondiscrimination provisions of the Plan.

10. Prohibited transactions

Participant contributions of $17,095 were withheld from participants' pay during the year ended December 31, 2016, but were not remitted to the Plan timely. Profits or lost earnings will be restored to the Plan. The Company will implement steps to ensure timely remittances in the future.

11. Party-in-interest transactions

The Plan's investment assets represent funds invested in, or maintained by John Hancock. John Hancock is the trustee as defined by the Plan; and therefore, these transactions qualify as exempt party-in-interest transactions.

12. 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 Statements of Net Assets Available for Benefits.

13. Subsequent events

The Company has evaluated subsequent events through February 8, 2018, the date which the financial statements were available to be issued.

SUPPLEMENTARY INFORMATION

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
SCHEDULE H, LINE 4a

DECEMBER 31, 2016

EIN: 41-2161289
Plan No.: 001

Participant Contributions Transferred Late to Plan	Totals that Constitute Non-exempt Prohibited			
☑ Check Here If Late Participant Loan Repayments are included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$17,095	None	$17,095	None	None

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

SCHEDULE OF ASSETS (HELD AT THE END OF YEAR)
SCHEDULE H, LINE 4i

DECEMBER 31, 2016

EIN: 41-2161289
Plan No.: 001

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	**Description of investments, including maturity date, rate of interest, collateral, par or maturity value**	**Cost**	**Current value**
*	John Hancock Stable Value	Pooled separate account	**	$ 26,490
*	JH Multi-Index 2010 Lifetime	Pooled separate account	**	19,161
*	JH Multi-Index 2015 Lifetime	Pooled separate account	**	89,269
*	JH Multi-Index 2020 Lifetime	Pooled separate account	**	3,163
*	JH Multi-Index 2025 Lifetime	Pooled separate account	**	118,212
*	JH Multi-Index 2030 Lifetime	Pooled separate account	**	60,688
*	JH Multi-Index 2035 Lifetime	Pooled separate account	**	56,915
*	JH Multi-Index 2040 Lifetime	Pooled separate account	**	114,113
*	JH Multi-Index 2045 Lifetime	Pooled separate account	**	80,703
*	JH Multi-Index 2050 Lifetime	Pooled separate account	**	198,530
*	JH Multi-Index 2055 Lifetime	Pooled separate account	**	97,395
				$ 864,639
*	Notes receivable from participants	Loans (interest rates from 4.25% to 5.25% per annum, maturing at various dates through 2021)	-	$ 35,305

* Party-in-interest
** Information is not required as investments are participant directed

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

FINANCIAL STATEMENTS
WITH SUPPLEMENTARY INFORMATION
AND INDEPENDENT AUDITORS' REPORT

AS OF DECEMBER 31, 2016 AND 2015 AND
FOR THE YEAR ENDED DECEMBER 31, 2016

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

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YEARS ENDED DECEMBER 31, 2016 AND 2015

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Independent Auditors' Report

To the Participants and Plan Administrator of
Ace Industrial Supply, Inc. 401(k) Plan

Report on the financial statements

We were engaged to audit the accompanying financial statements of Ace Industrial Supply, Inc. 401(k) 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 3, which was certified by John Hancock Life Insurance Company (U.S.A.) ("John Hancock") and Voya Retirement Insurance and Annuity Company ("Voya Retirement"), the trustees 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 trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustees as of and for the years ended December 31, 2016 and 2015, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of opinion

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

Other matter

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

SRG, LLP

SRG, LLP
February 8, 2018

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2016 AND 2015

	2016	2015
Assets		
Investments		
Investments, at fair value	$ 864,639	$ 511,352
Investments, at contract value	-	128,077
Total investments	864,639	639,429
Receivables		
Employer contributions	528	464
Participant contributions	2,266	2,470
Notes receivable from participants	35,305	21,878
Total receivables	38,099	24,812
Net assets available for benefits	$ 902,738	$ 664,241

See notes to the financial statements.

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED DECEMBER 31, 2016

Additions to net assets attributed to:	
Investment income:	
Net appreciation in fair value of investments	$ 47,366
Interest and dividends	7,419
Total investment income	54,785
Interest income on notes receivable from participants	1,022
Contributions:	
Employer	36,688
Participants	166,440
Total contributions	203,128
Total additions to net assets	258,935
Deductions from net assets attributed to:	
Benefits paid to participants	(20,438)
Net change	238,497
Net assets available for benefits, beginning of year	664,241
Net assets available for benefits, end of year	$ 902,738

See notes to the financial statements.

1. Description of the Plan and benefits

The following description of the Ace Industrial Supply, Inc. 401(k) Plan (the "Plan"), is provided only for general information. Participants should refer to the Plan Agreement or Summary Plan Description for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan under Section 401(a) of the Internal Revenue Code (the "IRC"). The Plan was established on January 1, 2002, and amended and restated in January 2010 for the benefit of Ace Industrial Supply, Inc. (the "Company" or the "Employer"). Effective June 2016, John Hancock Life Insurance Company ("John Hancock"), the Trustee, is responsible for administering and holding participant directed Plan investments. The Plan's Recordkeeper is Paychex Inc. ("Paychex"). In 2015, Voya Retirement Insurance and Annuity Company ("Voya Retirement"), the trustee, was responsible for administering and holding participant directed Plan investments and the Plan's recordkeeper was QBI, LLC. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The conversion initiated a blackout period beginning May 12, 2016, and continuing through June 29, 2016. During the blackout period, funds could not be applied to participant selected funds with the new custodian or withdrawn from the Plan unti the custodian had time to accurately compete the conversion. During the period, employee contributions continue to be made through payroll deductions, and the contributions were held until the completion of the blackout period. At the end of the blackout period, these funds were transferred to the investment options requested by each participant.

Eligibility

Eligible employees of the Plan must be at least twenty-one years of age and have completed at least one thousand (1,000) hours of service in a twelve (12) month period. The entry date is semi-annual following the day he or she becomes an eligible employee.

1. Description of the Plan and benefits - continued

Contributions

Under the terms of the Plan, eligible employees may elect to defer up to 100% of their annual compensation, limited to a maximum amount specified by the Internal Revenue Service ($18,000 for employees under age 50, and $24,000 for employees age 50 and over for 2016 and 2015). Participants may also elect to contribute after-tax contributions to the Plan. Participants may contribute amounts representing distributions from other qualified defined benefit or contribution plans (rollovers). Participants direct the investment of their accounts into a variety of investment options offered by the Plan. A participant may authorize transfers among investment options at any time.

The Company may make non-elective contributions, at the discretion of the Company's Board of Directors. For the year ended December 31, 2016, the Company made contributions totaling $36,688.

Participant accounts

Each participant's account is credited with the participant's voluntary contributions, employer's non-elective contributions, and allocation of the Plan earnings. Allocations are based on participant earnings or account balances as defined. The benefit, to which a participant ultimately is entitled, is the value of the participant's account, upon separation from the Plan or retirement. Participants select the fund(s) in which they invest.

Vesting

Participants are immediately vested in their account balances. Participant interest in matching and profit sharing contribution accounts shall vest over 6 years using a tiered structure as follows: 0% for less than two years, 20% for two to three years, 40% for three to four years, 60% for four to five years, 80% for five to six years, and 100% fully vested for six or more years of service.

Notes receivable from participants

Participants may borrow a portion of their 401(k) contributions, subject to the IRC regulations. Loans to a participant are secured by the participant's account and may not exceed the lesser of fifty percent of the participant's vested account balance, or $50,000, in the aggregate, for a period not to exceed five years unless the funds are used to purchase a principal residence. Funds used to purchase a principal residence must be repaid within thirty years.

1. Description of the Plan and benefits - continued

Benefit payments and withdrawals

If a participant's employment ceases as a result of death, the participant or the participant's beneficiaries are entitled to receive the vested contents of the account. If a participant terminates for any other reason, participants or their beneficiaries may elect to leave their account balances in the Plan or receive the vested balance in a single lump sum amount. The Plan may immediately distribute terminated participant account balances that do not exceed $1,000. Benefits are recorded when paid.

Benefit payments and withdrawals - continued

In-service distributions may be made from any of the participant's vested accounts at any time for a hardship. Events that qualify for a hardship withdrawal are as follows: to cover necessary medical expenses, for costs directly related to the purchase of the participant's primary residence, for expenses related to post-secondary education, for payments necessary to prevent the participant's eviction from, or foreclosure of the primary residence, for payments for funeral or burial expenses for the participant's deceased parent, spouse, child or dependent, and for costs to repair damage to the participant's principal residence that would qualify for a casualty loss deduction.

Investment options and management

The Plan provides a variety of investment options with differing risk and growth characteristics. As of December 31, 2016, substantially all of the Plan's net assets available for benefits were invested in investments funds under the management of John Hancock. Participants may change their investment allocation and/or transfer their account balances among the various funds.

Plan termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, all amounts contributed to the Plan shall become 100% vested and nonforfeitable.

Forfeitures

Forfeitures of terminated participants' nonvested accounts arising from Company matching contributions can be used to pay administrative expenses under the Plan, or to reduce future Company contributions. Forfeitures during the Plan years ended December 31, 2016 and 2015 totaled $0 and $888, respectively.

2. Summary of significant accounting policies

Basis of accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Valuation of investments

The Plan's investments are reported at fair value. The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

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

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

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset’s or liability’s fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

2. Summary of significant accounting policies - continued

Valuation of investments - continued

If available, quoted market prices are used to value investments. Shares of money market funds, pooled separate accounts, and units in registered investment companies are valued at the net asset value ("NAV") of shares held by the Plan at year-end.

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.

Unrealized gains and losses on investments are calculated from fair value as of the previous Plan year-end, or from cost if acquired during the Plan year, and are included in appreciation in fair value of investments.

See Note 6 for details on the Plan's fair value measurements.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance plus accrued interest.

Contributions

Contributions from the employer are accrued in the period when earned.

Payment of benefits

Benefits are recorded when paid.

Estimates

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

2. Summary of significant accounting policies - continued

New accounting pronouncements

In May 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2015-07, Fair Value Measurement (Topic 820), which updated guidance on the disclosure requirements for certain investments measured at fair value using the net asset value per share (or its equivalent) practical expedient as defined in ASC Topic 820. The new guidance removes the requirement to categorize such investments within the fair value hierarchy for which fair value is measured using the net asset value practical expedient in Accounting Standards Codification 820. ASU 2015-07 requires retrospective application and is effective for fiscal years beginning after December 15, 2015 with early adoption permitted. The Company adopted the new pronouncement for the fiscal year beginning January 1, 2016. The implementation of the pronouncement does not have material effect on the Plan's financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts. Part II eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. Part II also simplifies disclosures of the level of desegregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risks for disclosure purposes. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Part III is not applicable to the Plan. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Parts I and II are to be applied retrospectively to all periods presented. The Company adopted the new pronouncement for the fiscal year beginning January 1, 2016. The implementation of the pronouncement does not have material effect on the Plan's financial statements.

3. Information certified by the trustee

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

- Investments, as reflected on the accompanying Statements of Net Assets Available for Benefits as of December 31, 2016 and 2015;
- Net appreciation in fair value of investments, as reflected in the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2016;
- Investment values and changes for 2016 and 2015 disclosed in Note 6 - Fair value measurements;
- Current values, as reflected in Form 5500 - Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2016.

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

4. Investment in fixed account (unaudited)

At December 31, 2015, the Plan held a contract for the Voya Fixed Account. The Voya Fixed Account provided stability of principal and credits interest on all amounts allocated to this option. Minimum rates of interest were guaranteed, and interest that exceeds the minimum may be credited to the account. The current interest rate was subject to change at any time.

Because the Voya Fixed Account is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the Voya Fixed Account. The Voya Fixed Account is presented on the face of the statement of net assets available for benefits. Contract value, as reported to the Plan by Voya Retirement, represents the approximate amount that would have been paid if the contract had been terminated as of the last day of the reporting period including potential surrender charges and market value adjustments as of such date. Withdrawals from the Voya Fixed Account for the other than the payment of benefits to participants may be subject to a market value adjustment and a surrender charge.

4. Investment in fixed account (unaudited) - continued

Interest was credited at an annual effective yield that has no minimum rate for the life of the contract. Interest rates were approximately 0.7% for the year ended December 31, 2015. The fair value of the investment contract at December 31, 2015 was $134,193. In 2016, the assets were transferred to John Hancock and therefore, the balance was $0 at December 31, 2016.

5. Notes receivable from participants

At December 31, 2016 and 2015, the Plan has made loans to participants totaling $35,305 and $21,878, respectively. At December 31, 2016 and 2015, the outstanding loans bear interest rate from 4.25% to 5.25%, respectively, and mature at various dates through 2021. The unpaid balance of any loan is immediately payable upon termination of employment and may be offset against the participant's vested account.

6. Fair value measurements

The Plan uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. For additional information on how the Plan measures fair value refer to Note 2 - Summary of significant accounting policies.

The following table summarizes the assets and liabilities of the Plan for which fair values are determined on a recurring basis:

Investment Assets at Fair Value as of December 31, 2016

	Level 1	Level 2	Level 3	Total
Assets:				
Pooled separate accounts:				
Conservative	$ 26,490	$ -	$ -	$ 26,490
Asset allocation	838,149	-	-	838,149
Total investments at fair value	$ 864,639	$ -	$ -	$ 864,639

Level 3 assets were zero at December 31, 2016.

6. Fair value measurements - continued

Investment Assets at Fair Value as of December 31, 2015				
	Level 1	**Level 2**	**Level 3**	**Total**
Assets:				
Money market fund	$ 891	$ -	$ -	$ 891
Registered investment companies:				
Asset allocation	259,310	-	-	259,310
Bond funds	90,989	-	-	90,989
Balanced funds	3,737	-	-	3,737
Large Capital Value	37,568	-	-	37,568
Large Capital Growth	2,012	-	-	2,012
Small / Mid Specialty	73,674	-	-	73,674
Global/International	43,171	-	-	43,171
Total investments in registered investment companies:	510,461	-	-	510,461
Total investments at fair value	$ 511,352	$ -	$ -	511,352
Common/collective trusts, at contract value				128,077
Total investments				$ 639,429

Level 3 assets were zero at December 31, 2015.

7. Income tax status

The Plan is designed to constitute a qualified trust under the applicable sections of the IRC and is, therefore, considered to be exempt from federal income taxes. Participating employees are not subject to federal and state income taxes on Employer contributions or on income accruing to their accounts, until they receive distributions from the Plan.

Under a plan qualified pursuant to Sections 401(a) and (k) of the IRC, participants generally will not be taxed on contributions or matching contributions, or earnings thereon, until such amounts are distributed to participants or their beneficiaries under the Plan. The tax-deferred contributions and matching contributions are deductible by the Company for tax purposes when those contributions are made, subject to certain limitations set forth in Section 404 of the IRC.

7. Income tax status - continued

Participants or their beneficiaries will be taxed, at ordinary income tax rates, on the amount they receive as a distribution from the Plan at the time they receive the distribution. However, if the participant or beneficiary receives a lump sum payment of the balance under the Plan in a single taxable year, and the distribution is made by reason of death, disability or termination of employment of the participant, or after the participant has attained age 59-1/2, then certain special tax rules may be applicable.

A favorable opinion letter, with respect to the foregoing matter, was obtained from the Internal Revenue Service on April 10, 2014. The Plan has been amended since receiving the opinion letter. The Plan administrator believes that the Plan is designed, and is currently being operated, in compliance with the applicable provisions of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan, and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the taxing authorities. The Plan administrator 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 asset) 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. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

8. 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, 2015 to Schedule H of the Form 5500:

Net assets available for benefits per the 2015 financial statements	$	664,241
Fair value adjustment for common collective trust		6,116
Net assets available for benefits per 2015 Schedule H of the Form 5500	$	670,357

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

Net change per financial statements	$	238,497
Fair value adjustment for common collective trust		(6,116)
Net change in net assets available for benefits per the Form 5500	$	232,381

9. Corrective distributions

During the year ended December 31, 2016, corrective distributions of employee contributions and earnings totaling $3,203 were required to satisfy relevant contribution limits and nondiscrimination provisions of the Plan.

10. Prohibited transactions

Participant contributions of $17,095 were withheld from participants' pay during the year ended December 31, 2016, but were not remitted to the Plan timely. Profits or lost earnings will be restored to the Plan. The Company will implement steps to ensure timely remittances in the future.

11. Party-in-interest transactions

The Plan's investment assets represent funds invested in, or maintained by John Hancock. John Hancock is the trustee as defined by the Plan; and therefore, these transactions qualify as exempt party-in-interest transactions.

12. 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 Statements of Net Assets Available for Benefits.

13. Subsequent events

The Company has evaluated subsequent events through February 8, 2018, the date which the financial statements were available to be issued.

SUPPLEMENTARY INFORMATION

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
SCHEDULE H, LINE 4a

DECEMBER 31, 2016

EIN: 41-2161289
Plan No.: 001

Participant Contributions Transferred Late to Plan	Totals that Constitute Non-exempt Prohibited			
☑ Check Here If Late Participant Loan Repayments are included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
$17,095	None	$17,095	None	None

ACE INDUSTRIAL SUPPLY, INC. 401(k) PLAN

SCHEDULE OF ASSETS (HELD AT THE END OF YEAR)
SCHEDULE H, LINE 4i

DECEMBER 31, 2016

EIN: 41-2161289
Plan No.: 001

(a)	(b)	(c)	(d)	(e)
	Identity of issuer, borrower, lessor, or similar party	**Description of investments, including maturity date, rate of interest, collateral, par or maturity value**	**Cost**	**Current value**
*	John Hancock Stable Value	Pooled separate account	**	$ 26,490
*	JH Multi-Index 2010 Lifetime	Pooled separate account	**	19,161
*	JH Multi-Index 2015 Lifetime	Pooled separate account	**	89,269
*	JH Multi-Index 2020 Lifetime	Pooled separate account	**	3,163
*	JH Multi-Index 2025 Lifetime	Pooled separate account	**	118,212
*	JH Multi-Index 2030 Lifetime	Pooled separate account	**	60,688
*	JH Multi-Index 2035 Lifetime	Pooled separate account	**	56,915
*	JH Multi-Index 2040 Lifetime	Pooled separate account	**	114,113
*	JH Multi-Index 2045 Lifetime	Pooled separate account	**	80,703
*	JH Multi-Index 2050 Lifetime	Pooled separate account	**	198,530
*	JH Multi-Index 2055 Lifetime	Pooled separate account	**	97,395
				$ 864,639
*	Notes receivable from participants	Loans (interest rates from 4.25% to 5.25% per annum, maturing at various dates through 2021)	-	$ 35,305

* Party-in-interest
** Information is not required as investments are participant directed