

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2017 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>	
A	This return/report is for: <div style="display: flex; justify-content: space-between;"> <div> ☐ a multiemployer plan </div> <div> ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) </div> </div>
	☒ a single-employer plan <div style="margin-left: 100px;">☐ a DFE (specify) _____</div>
B	This return/report is: <div style="display: flex; justify-content: space-between;"> <div> ☐ the first return/report ☐ an amended return/report </div> <div> ☐ the final return/report ☐ a short plan year return/report (less than 12 months) </div> </div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div style="display: flex; justify-content: space-between;"> <div> ☒ Form 5558 ☐ special extension (enter description) </div> <div> ☐ automatic extension </div> <div> ☐ the DFVC program </div> </div>

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>AAA CLUB ALLIANCE INC. 401(K) RETIREMENT SAVINGS PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>008</u>
		1c	Effective date of plan <u>05/01/1984</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>AAA CLUB ALLIANCE INC.</u> <u>ONE RIVER PLACE</u> <u>WILMINGTON, DE 19801</u>	2b	Employer Identification Number (EIN) <u>23-0758010</u>
		2c	Plan Sponsor's telephone number <u>302-299-4287</u>
		2d	Business code (see instructions) <u>524150</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2018	DEBRA KING
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2018	DEBRA KING
	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

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

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 6385
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) 5500
a(2) Total number of active participants at the end of the plan year	6a(2) 5247
b Retired or separated participants receiving benefits	6b 116
c Other retired or separated participants entitled to future benefits	6c 1121
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 6484
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 8
f Total. Add lines 6d and 6e	6f 6492
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 5881
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 719
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7

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

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

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

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ **A** (Insurance Information)
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning **01/01/2017** and ending **12/31/2017**

A Name of plan AAA CLUB ALLIANCE INC. 401(K) RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 008
C Plan sponsor's name as shown on line 2a of Form 5500 AAA CLUB ALLIANCE INC.	D Employer Identification Number (EIN) 23-0758010

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation THE VANGUARD GROUP, INC. 23-1945930

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

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

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

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

THE VANGUARD GROUP, INC.

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 16 25 26 37 52	NONE	406233	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

UBS FINANCIAL SERVICES, INC.

13-2638166

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	NONE	100295	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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 2017 This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan <u>AAA CLUB ALLIANCE INC. 401(K) RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>008</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AAA CLUB ALLIANCE INC.</u>	D Employer Identification Number (EIN) <u>23-0758010</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: VANGUARD RET. SAVINGS TRUST III

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN <u>38-7041744-024</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3821040</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>AAA CLUB ALLIANCE INC. 401(K) RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ►	<u>008</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AAA CLUB ALLIANCE INC.</u>	D Employer Identification Number (EIN) <u>23-0758010</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	4045852	122321
	(2) Participant contributions	1b(2)	162822	33292
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)	4714528	7540321
	(9) Value of interest in common/collective trusts.....	1c(9)	3362493	3821040
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	175452351	309222984
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1)	
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f	187738046 320739958
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	0 0
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	187738046 320739958

Part II Income and Expense Statement

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

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	12733740
	(B) Participants	2a(1)(B)	15165457
	(C) Others (including rollovers)	2a(1)(C)	1299153
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	29198350
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	328782
	(F) Other	2b(1)(F)	
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	328782
(2)	Dividends: (A) Preferred stock	2b(2)(A)	
	(B) Common stock	2b(2)(B)	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	6541995
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	6541995
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	0
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	
	(B) Other	2b(5)(B)	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		115477
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		35942932
c Other income	2c		5902
d Total income. Add all income amounts in column (b) and enter total.....	2d		72133438

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	24010526	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	100409	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		24110935
f Corrective distributions (see instructions)	2f		7240
g Certain deemed distributions of participant loans (see instructions).....	2g		13584
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	414403	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		414403
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		24546162

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		47587276
l Transfers of assets:			
(1) To this plan.....	2l(1)		85414636
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

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

(1) Name: PRICEWATERHOUSECOOPERS

(2) EIN: 13-4008324

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		5000000
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			

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

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.)

<div>SCHEDULE R (Form 5500) <div>Department of the Treasury Internal Revenue Service</div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></div>		<div>Retirement Plan Information</div> <div>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).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017					
A Name of plan AAA CLUB ALLIANCE INC. 401(K) RETIREMENT SAVINGS PLAN				B Three-digit plan number (PN) ▶	008
C Plan sponsor's name as shown on line 2a of Form 5500 AAA CLUB ALLIANCE INC.				D Employer Identification Number (EIN) 23-0758010	
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): 23-2186884					
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year				3	
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)				6a	
b Enter the amount contributed by the employer to the plan for this plan year				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☐ No					
Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No					
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.				Schedule R (Form 5500) 2017 v. 170203	

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): _____		

- 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): _____



Report of Independent Auditors

To the Administrator of AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of AAA Club Alliance Inc. 401(k) Retirement Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016 and the related statement of changes in net assets available for benefits for the year ended December 31, 2017, 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 the 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 the 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 7, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2017 and 2016 and for the year ended December 31, 2017, 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 the financial statements.



Other Matter

The supplemental schedules of Form 5500 - Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2017 and Form 5500 - Schedule H, Line 4j – Schedule of Reportable Transactions for the year ended December 31, 2017 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 these supplemental schedules.

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.

PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania
October 12, 2018

**AAA Club Alliance Inc. 401(k)
Retirement Savings Plan**
Financial Statements and Supplemental Schedules
December 31, 2017 and 2016

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

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December 31, 2017 and 2016

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* Other supplemental schedules required by Section 2520.103-10 of the Department of Labor Rules and Regulations for Reporting and Disclosures under the Employee Retirement Income Security Act of 1974 (“ERISA”) have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of AAA Club Alliance Inc. 401(k) Retirement Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016 and the related statement of changes in net assets available for benefits for the year ended December 31, 2017, 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 the 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 the 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 7, which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2017 and 2016 and for the year ended December 31, 2017, 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 the financial statements.



Other Matter

The supplemental schedules of Form 5500 - Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2017 and Form 5500 - Schedule H, Line 4j – Schedule of Reportable Transactions for the year ended December 31, 2017 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 these supplemental schedules.

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.

PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania
October 12, 2018

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Statements of Net Assets Available for Benefits
December 31, 2017 and 2016

	2017	2016
Assets		
Investments, at fair value	\$ 313,044,024	\$ 178,838,112
Notes receivable from participants	7,597,751	4,735,106
Employer contributions receivable	122,321	4,045,852
Participant contributions receivable	<u>33,292</u>	<u>162,822</u>
Net assets available for benefits	<u>\$ 320,797,388</u>	<u>\$ 187,781,892</u>

The accompanying notes are an integral part of these financial statements.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2017

	2017
Additions	
Investment income	
Interest and dividends	\$ 6,657,471
Net appreciation in the fair value of investments	<u>35,942,932</u>
Net investment income	<u>42,600,403</u>
Interest income on notes receivable from participants	328,782
Contributions	
Employer, net of forfeitures	12,733,740
Participants	15,165,457
Participant rollovers	<u>1,299,153</u>
Total contributions	<u>29,198,350</u>
Other income	<u>5,902</u>
Total additions	<u>72,133,437</u>
Deductions	
Benefit payments	24,118,174
Administration expenses	<u>414,403</u>
Total deductions	<u>24,532,577</u>
Net increase prior to transfer from affiliated plan	47,600,860
Transfer from AAA Allied Group, Inc. Employees 401(k) Plan (Note 1)	<u>85,414,636</u>
Net increase	<u>133,015,496</u>
Net assets available for benefits	
Beginning of year	<u>187,781,892</u>
End of year	<u>\$ 320,797,388</u>

The accompanying notes are an integral part of these financial statements.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

1. Description of Plan

The following description of the AAA Club Alliance Inc. 401(k) Retirement Savings Plan, formerly known as AAA Mid-Atlantic 401(k) and Defined Contribution Retirement Plan, (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan sponsored by AAA Club Alliance Inc. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Vanguard Fiduciary Trust Company (the “Trustee”) is the trustee of the Plan.

Prior to January 1, 2016, AAA Mid-Atlantic Inc. was the plan sponsor of the Plan. On January 1, 2016, AAA Mid-Atlantic Inc. executed a merger agreement with AAA Allied Group, Inc., a fully accredited member of AAA National. Allied was a Delaware nonstock, not-for-profit (income tax paying) corporation. The AAA Mid-Atlantic, Inc. was the surviving legal entity and renamed the entity to operate under the name of AAA Club Alliance, Inc. (the “Company” and “Plan Sponsor”).

Effective January 1, 2017, AAA Allied Group, Inc. Employees 401(k) Plan merged with the AAA Mid-Atlantic 401(k) and Defined Contribution Retirement Plan. The total of all assets transferred into the AAA Mid-Atlantic 401(k) and Defined Contribution Retirement Plan amounted to \$85,414,636. The Plan amended and restated its Plan document and changed its name from AAA Mid-Atlantic 401(k) and Defined Contribution Retirement Plan to AAA Club Alliance Inc. 401(k) Retirement Savings Plan.

Participation and Contributions

Employees begin participating 60 days from the date of hire after attaining age 18. The entry date for participation is the first day of each month. If an employee is terminated and rehired, and previously participated in the Plan, the employee may immediately participate.

The Plan also provides for automatic enrollment in the Plan of any employee age 18 or older hired on or after January 1, 2010. In addition, any employee age 18 or older hired before April 1, 2007 who had not affirmatively elected not to be a participant in the Plan as of January 1, 2010 became a contributing participant as of January 1, 2010. The automatic deferral percentage is 3% of the participant’s pretax annual compensation, as defined in the Plan, and automatically increases by 1% on April 1 (May 1 for eligible employee hired before April 1, 2007) of each Plan year following the year the participant’s participation in the Plan, up to a maximum of 10%. The participant has the option of electing a lesser percentage within the first 30 days of participation.

Each year participants may defer 1%–50% of their pretax annual compensation, as defined in the Plan. The pretax contributions to the Plan cannot exceed the statutory maximum. This limit was \$18,000 for 2017. The Company’s discretionary contribution is determined by the Board of Directors. For 2017, the discretionary contribution consists of a matching formula. For 2016, the discretionary contribution consists of a matching formula and profit sharing. Participants are eligible for matching contributions immediately upon joining the Plan.

Effective January 1, 2017, the Plan was amended to revise the matching formula to 125% of the first 4% and 100% of the next 2% of amounts that a participant contributes to the Plan for a maximum total Company match of 7%. Profit sharing contributions are made at the discretion of the Company. No profit sharing contributions were made by the Company for the 2017 Plan year.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

Prior to January 1, 2017, the matching formula was 100% of the first 1% and 50% of the next 5% of amounts that a participant contributes to the Plan. The profit sharing was equal to 4% of the eligible participant's compensation for the Plan year. Participants were eligible for the Company profit-sharing contribution if they complete 1,000 hours of service during the Plan year. Participants who elected to continue to participate in the AAA Mid-Atlantic Defined Benefit Pension Plan were not eligible for the profit-sharing contribution.

The Plan also provides for automatic enrollment in the Plan of any employee age 18 or older hired on or after January 1, 2010. In addition, any employee age 18 or older hired before April 1, 2007 who had not affirmatively elected not to be a participant in the Plan as of January 1, 2010 became a contributing participant as of January 1, 2010. The automatic deferral percentage is 3% of the participant's pretax annual compensation, as defined in the Plan, and automatically increases by 1% on April 1 (May 1 for eligible employee hired before April 1, 2007) of each Plan year following the year the participant's participation in the Plan, up to a maximum of 10%. The participant has the option of electing a lesser percentage within the first 30 days of participation.

Participants may also contribute amounts representing distributions from other qualified plans. Participants who have attained age 50 before the end of year are eligible to make catch-up contributions. The maximum catch-up contribution in 2017 is \$6,000. All contributions are subject to certain limitations of the Internal Revenue Code (the "Code").

Contributions to the Plan may be invested, at the election of the participants, in any of the investment options offered by the Plan. These investment options include mutual funds that emphasize value, growth, growth and income, and international exposure as well as a stock market index fund. Also available are funds that invest in fixed income sectors such as U.S. government, GNMA (government agency), corporate investment grade, money market funds (including a money market fund investing exclusively in U.S. government and agency short-term securities), balanced funds, which combine equity and fixed income investments, and a common/collective trust fund. Participants may change their investment options at any time. For a participant that is automatically enrolled in the Plan and in the absence of any other election, the participant's contributions are invested in the Vanguard Target Retirement Fund most appropriate for the participant's age.

Administrative Expenses

Plan administrative expenses are paid by the Company and are excluded from these financial statements. Participant loan administration fees and record keeping fees for inactive participants, which are paid by the participants are included in administrative expenses.

Participant Accounts

Each participant's account is credited with the participant's contributions and the Company's contributions and allocations of Plan earnings (losses). Plan earnings (losses) are allocated based on the participant's share of net earnings or losses of their respective elected investment options. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions plus earnings thereon. Vesting in the Company matching contributions made in a Plan year beginning before December 31, 2016, plus earnings thereon, is 100% after two years of service. All participants merged from the AAA Allied Group Inc. 401(k) Plan are 100% vested with the exception of participants who are employees of Bob Sumerel Tire and Service Co. LLC. ("BSTS"). Participants who are employees of BSTS

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

become 20% vested after two years of service, with vesting increasing 20% for each additional year until reaching 100% after six years.

Vesting in profit-sharing contributions made prior to January 1, 2017, plus earnings thereon, is 100% after three years of service. Vesting in profit-sharing contributions made after January 1, 2017, plus earnings thereon, is 100% after five years of service.

All participants are 100% vested in both Company matching contributions and profit-sharing contributions if they are employed on or after their Normal Retirement age or upon death or becoming disabled.

Forfeitures

Upon termination of employment, participants forfeit their non-vested balances. If a participant is rehired within a five-year period, the forfeited contributions are reinstated. Forfeited balances of a terminated participant's nonvested accounts are used to reduce future Company contributions. Unallocated forfeiture balances as of December 31, 2017 and 2016 were \$2,985, and \$376,458, respectively, and forfeitures used to reduce Company contributions for 2017 were \$716,476.

Withdrawals, Distributions and Loans

Participants who terminate or retire are eligible to receive their entire vested account balance in a lump sum. Participants which die or become disabled are eligible to receive 100% of their entire account balance regardless of the amount vested at the date of death or disability. The participant may elect an alternative time and form of distribution.

Participants may elect to borrow from the Plan an amount which may not exceed the lesser of \$50,000 or 50% of the participant's account balance. The minimum amount participants may borrow is \$1,000. These interest-bearing loans are secured by the participants' accounts and are generally repaid through payroll deductions. Loans shall provide for periodic repayment over a reasonable period of time. Interest is charged at a fixed rate based on the Wall Street Journal prime rate plus 1%. The maximum loan amounts, repayment terms, and certain other restrictions are determined by the Code and Department of Labor's Rules and Regulations. Interest rates on participant loans at December 31, 2017 ranged from 4.25% to 9%.

Hardship Withdrawals

According to Plan provisions, participants are allowed hardship withdrawals. Participants are eligible to withdraw up to 100% of their account balance, excluding Company profit-sharing contributions. Hardship withdrawals can be made to help fund (a) the purchase of a primary residence, (b) the recurring rent or mortgage obligations to prevent the eviction of the participant from, or a foreclosure of the mortgage of, the participant's principal residence, (c) funeral expenses of a member of the participant's family, (d) medical payments, or (e) payment of tuition and related educational fees. The Plan stipulates that participants must provide documentation reflecting proper use of the hardship withdrawal.

Plan Termination

While the Company has not expressed any intent to discontinue the Plan, it may do so at any time, subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts, and all remaining assets in the Plan are to be distributed.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

2. Summary of Significant Accounting Policies

Basis of Accounting

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

Investment Valuation and Income Recognition

Investments held by the Plan are stated at fair value. Determination of fair value is the responsibility of the AAA Club Alliance Benefit Committee. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). See Note 6 for further discussion and disclosures related to fair value measurements.

Vanguard Retirement Savings Trust investment option is a common/collective trust ("CCT") fund that is valued at fair value at net asset value ("NAV") practical expedient. The NAV is based on the fair value of underlying assets owned by the funds, minus liabilities. The NAV is obtained from the audited U.S. GAAP financial statements. The practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported NAV. Participant transactions (purchases and sales) may occur daily. If the Plan initiated a full redemption of the CCT, the investment advisor reserved the right to temporarily delay withdrawal from the trust for up to twelve months in order to ensure that securities liquidations will be carried out in an orderly manner. There were no unfunded commitments to the CCT.

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

Payment of Benefits

Benefits are recorded when paid.

Notes Receivable from Participants

Notes receivable from participants represent participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2017 or 2016. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes and supplemental schedules. Actual results could differ from those estimates.

3. Tax Status

The Plan is a volume submitter plan that has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2014, stating that the form of the Plan is qualified under Section

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

401(a) of the Code and, therefore, the related trust is tax-exempt. In accordance with Revenue Procedure 2010-6 and Announcement 2005-16, the Company has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take necessary steps to maintain the Plan's qualified status. As a result, the Plan administrator believes the Plan is qualified and therefore, the related trust is exempt from taxation.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2017, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. 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 the Plan is no longer subject to income examinations for years prior to 2014.

4. Related Party and Party-in-Interest Transactions

Certain Plan investments are shares of registered investment companies managed by Vanguard. The Plan also holds units of a common/collective trust fund managed by Vanguard. Vanguard is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Fees incurred by the Plan for the investment management services are included in net appreciation (depreciation) of the fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. The unallocated revenue sharing held by Vanguard is \$10,278 and \$0 as of December 31, 2017 and 2016, respectively.

5. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility 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.

6. Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). The fair value hierarchy 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 and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

Level 1	Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
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AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

Level 2 Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

- Quoted prices for similar assets and liabilities in active markets
- Quoted prices for identical or similar assets or liabilities in markets that are not active
- Observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means

Level 3 Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumption about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The level in the fair value hierarchy within which the fair value measurement is classified is determined based on the lowest level input that is significant to the fair value measure in its entirety.

Following is a description of the valuation techniques and inputs used for each major class of assets measured at fair value. There have been no changes in the methodologies used at December 31, 2017 and 2016.

Registered Investment Companies

Valued at net asset value (NAV) of shares held by the Plan at year end, as quoted in an active market at the measurement date.

Common/Collective Trust Fund

Valued at fair value by using the NAV as practical expedient. Investments valued at NAV, as a practical expedient, as of December 31, 2017 and 2016, consist of the Common Collective Trust ("CCT"). The CCT sought to preserve principal investment while earning interest income. The CCT would try to maintain a stable \$1 unit price, but it cannot guarantee that it could be able to do so. The yield of CCT could fluctuate. The CCT invested in investment contracts (wrap contracts) issued by insurance companies and other financial institutions, fixed income securities, and money market funds to provide daily liquidity.

The CCT allowed for daily liquidity with no additional days' notice required for redemption for participant directed transactions. The fair value of the CCT at December 31, 2017 and 2016 was \$3,821,040 and \$3,362,494, respectively. If the Plan initiated a full redemption of the CCT, the investment advisor reserved the right to temporarily delay withdrawal from the trust for up to twelve months in order to ensure that securities liquidations will be carried out in an orderly manner. There were no unfunded commitments to the CCT.

The valuation methodologies used to determine the fair values of assets under the "exit price" notion reflect the market-participant objectives and are based on the application of the fair value hierarchy that prioritizes observable market inputs over unobservable inputs. The Plan determines the fair values of financial assets through recognized third-party pricing services. The Plan has

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

evaluated the various types of securities in its investment portfolio to determine an appropriate fair value hierarchy level of Level 1, Level 2 or Level 3.

The following table sets forth by level, within the fair value hierarchy, the Plan's net assets available for benefits carried at fair value as of December 31, 2017:

	Assets at Fair Value as of December 31, 2017			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 309,222,984	\$ -	\$ -	\$ 309,222,984
	<u>\$ 309,222,984</u>	<u>\$ -</u>	<u>\$ -</u>	<u>309,222,984</u>
Common/collective trust fund ^(a)				<u>3,821,040</u>
Total assets at fair value				<u>\$ 313,044,024</u>

The following table sets forth by level, within the fair value hierarchy, the Plan's assets available for benefits carried at fair value as of December 31, 2016:

	Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 175,475,618	\$ -	\$ -	\$ 175,475,618
	<u>\$ 175,475,618</u>	<u>\$ -</u>	<u>\$ -</u>	<u>175,475,618</u>
Common/collective trust fund ^(a)				<u>3,362,494</u>
Total assets at fair value				<u>\$ 178,838,112</u>

- (a) In accordance with ASU 2015-07 certain investments reported at fair value using the net asset value practical expedient have been excluded from the fair value hierarchy. The fair value amounts presented in this table are intended to act as a reconciliation of the fair value hierarchy to the amounts presented in the statements of net assets available for benefits. See Note 2 for further information. The Plan reports the common collective trust investments using the net asset value per share as determined by investment managers.

The Plan did not have any assets or liabilities measured at fair value on a nonrecurring basis as of December 31, 2017 and 2016. For the years ended December 31, 2017 and 2016, there were no transfers in or out of Level 1, 2, or 3.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan

Notes to Financial Statement

December 31, 2017 and 2016

7. Information Certified by Trustee

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the Trustee has certified that the investment and investment income information included in the annual Trustee statements is complete and accurate. The following is a summary of the investment information certified by the Trustee as of December 31, 2017 and 2016.

	2017	2016
Investments, at fair value	\$ 313,044,024	\$ 184,757,057
Notes receivable from participants	8,775,375	7,462,510

The following is a summary of the investment income information certified by the Trustee for the year ended December 31, 2017.

	2017
Interest and dividend income, investments	6,657,471
Interest income, participant loans	328,782
Net appreciation in fair value of investments	35,942,932

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

8. Subsequent Events

Management evaluated subsequent events for the Plan through October 12, 2018, the date the financial statements were available to be issued.

Effective January 1, 2018, AAA Oklahoma Thrift & Retirement Plan merged with and into AAA Club Alliance Inc. 401(k) Retirement Savings Plan. The total of all assets transferred into AAA Club Alliance Inc. 401(k) Retirement Savings Plan was \$25,277,996.

9. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of assets available for benefits per the financial statements to Form 5500 as of December 31, 2017 and 2016:

	2017	2016
Net assets available for benefits per the financial statements	\$ 320,797,388	\$ 187,781,892
Adjustment for deemed distributions included in notes receivable from participants	(57,430)	(43,846)
Net assets available for benefits per the Form 5500	<u>\$ 320,739,958</u>	<u>\$ 187,738,046</u>

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Notes to Financial Statement
December 31, 2017 and 2016

The following is a reconciliation of the change in net assets available for benefits per the financial statements to Form 5500 for the year ended December 31, 2017:

	2017
Change in net assets available for benefits per the financial statements	\$ 47,600,860
Less: Change in adjustment for deemed distributions excluded from benefits paid to participants	<u>(13,584)</u>
Change in net assets available for benefits per Form 5500	<u>\$ 47,587,276</u>

Supplemental Schedules

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Form 5500 - Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2017

Identity of the Issue, Borrower, Lessor, or Similar Party	Description of Investments, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
AB Lond Co In Eq Inst	Registered investment company	**	\$ 1,058,179
Brandes Int Equity R6	Registered investment company	**	2,387,222
Invesco Intern Growth R6	Registered investment company	**	2,600,794
Janus Ent Fund Class N	Registered investment company	**	1,658,358
MFS Mid Cap Value R5	Registered investment company	**	726,459
TRP QM US Small Cap Gro	Registered investment company	**	1,133,287
* Vanguard 500 Index Fund Adm	Registered investment company	**	7,696,684
* Vanguard GNMA Fund Admiral Shs	Registered investment company	**	1,236,738
* Vanguard Inst Target Ret 2015 Fund	Registered investment company	**	17,393,340
* Vanguard Inst Target Ret 2020 Fund	Registered investment company	**	34,552,904
* Vanguard Inst Target Ret 2025 Fund	Registered investment company	**	45,015,508
* Vanguard Inst Target Ret 2030 Fund	Registered investment company	**	45,617,439
* Vanguard Inst Target Ret 2035 Fund	Registered investment company	**	32,837,698
* Vanguard Inst Target Ret 2040 Fund	Registered investment company	**	22,465,535
* Vanguard Inst Target Ret 2045 Fund	Registered investment company	**	21,612,610
* Vanguard Inst Target Ret 2050 Fund	Registered investment company	**	12,089,025
* Vanguard Inst Target Ret 2055 Fund	Registered investment company	**	5,768,888
* Vanguard Inst Target Ret 2060 Fund	Registered investment company	**	919,470
* Vanguard Inst Target Ret 2065 Fund	Registered investment company	**	4,873
* Vanguard Target Ret Income Fund	Registered investment company	**	11,820,666
* Vanguard L-T InvestGr Adm.	Registered investment company	**	5,257,796
* Vanguard Mid-Cap Index Fund Adm	Registered investment company	**	3,766,672
* Vanguard Total Bond Mkt Index Adm	Registered investment company	**	2,771,188
* Vanguard Total Stock Mkt Idx Adm	Registered investment company	**	12,510,192
* Vanguard Treasury MM	Registered investment company	**	2,860,479
* Vanguard U.S. Growth Adm	Registered investment company	**	2,622,741
* Vanguard Wellington Adm	Registered investment company	**	9,422,584
* WF SpecialSmCapVallnst	Registered investment company	**	1,415,655
			<u>309,222,984</u>
* Vanguard Retirement Savings Trust III **	Common/Collective Trust		3,821,040
* Notes receivable from participants***	Participants loans, various maturity dates ranging from 2010 to 2046 and interest rates ranging from 4.25% and 9.0%		7,597,751
Total investments held by the Plan			<u>\$ 320,641,775</u>

* Indicates a party-in-interest to the Plan.

** Cost is not required for participant-directed investments.

*** Inclusive of outstanding deemed distributions

The above information was derived from data certified accurate and complete by Vanguard Fiduciary Trust Company, the Trustee of the Plan.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Form 5500 - Schedule H, Line 4j – Schedule of Reportable Transactions**
Year Ended December 31, 2017

Identity of Party Involved	Description of Assets	Purchase Price	Selling Price	Cost (Historical) of Asset	Current Value of Asset on		Net Gain or (Loss)
					Transaction Date		
*	Vanguard Inst Target Ret 2015 Fund	\$ 7,893,488	\$ -	\$ -	\$ 7,893,488	\$ -	-
*	Vanguard Inst Target Ret 2015 Fund	-	4,632,930	4,440,589	4,632,930	192,341	192,341
*	Vanguard Inst Target Ret 2020 Fund	17,982,669	-	-	17,982,669	-	-
*	Vanguard Inst Target Ret 2020 Fund	-	8,171,407	7,874,732	8,171,407	296,675	296,675
*	Vanguard Inst Target Ret 2025 Fund	21,969,926	-	-	21,969,926	-	-
*	Vanguard Inst Target Ret 2025 Fund	-	9,322,095	8,712,919	9,322,095	609,176	609,176
*	Vanguard Inst Target Ret 2030 Fund	21,055,586	-	-	21,055,586	-	-
*	Vanguard Inst Target Ret 2030 Fund	-	5,768,324	5,448,945	5,768,324	319,379	319,379
*	Vanguard Inst Target Ret 2035 Fund	14,805,294	-	-	14,805,294	-	-
*	Vanguard Inst Target Ret 2035 Fund	-	3,881,428	3,562,643	3,881,428	318,785	318,785
*	Vanguard Inst Target Ret 2040 Fund	9,511,333	-	-	9,511,333	-	-
*	Vanguard Inst Target Ret 2040 Fund	-	3,537,944	3,258,537	3,537,944	279,407	279,407
*	Vanguard Inst Target Ret 2045 Fund	11,012,161	-	-	11,012,161	-	-
*	Vanguard Inst Target Ret 2045 Fund	-	3,218,103	2,963,790	3,218,103	254,313	254,313
*	Vanguard Inst Target Ret Income Fund	9,464,857	-	-	9,464,857	-	-
*	Vanguard Inst Target Ret Income Fund	-	2,299,065	2,259,237	2,299,065	39,828	39,828

* Indicates a party-in-interest to the Plan.

** Transactions or a series of transactions in excess of 5% of the beginning current value of the Plan's assets as defined in 29 CFR Section 2520.103-6 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. The certified data for which these transactions or series of transactions are derived does not distinguish between participant and non-participant directed transactions. Columns for "Lease Rental" and "Expense Incurred with Transaction" are not applicable.

The above information was derived from data certified accurate and complete by Vanguard Fiduciary Trust Company, the Trustee of the Plan.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Form 5500 - Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2017

Identity of the Issue, Borrower, Lessor, or Similar Party	Description of Investments, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
AB Lond Co In Eq Inst	Registered investment company	**	\$ 1,058,179
Brandes Int Equity R6	Registered investment company	**	2,387,222
Invesco Intern Growth R6	Registered investment company	**	2,600,794
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			<u>309,222,984</u>
* Vanguard Retirement Savings Trust III **	Common/Collective Trust		3,821,040
* Notes receivable from participants***	Participants loans, various maturity dates ranging from 2010 to 2046 and interest rates ranging from 4.25% and 9.0%		7,597,751
Total investments held by the Plan			<u>\$ 320,641,775</u>

- * Indicates a party-in-interest to the Plan.
 ** Cost is not required for participant-directed investments.
 *** Inclusive of outstanding deemed distributions

The above information was derived from data certified accurate and complete by Vanguard Fiduciary Trust Company, the Trustee of the Plan.

AAA Club Alliance Inc. 401(k) Retirement Savings Plan
Form 5500 - Schedule H, Line 4j – Schedule of Reportable Transactions**
Year Ended December 31, 2017

Identity of Party Involved	Description of Assets	Purchase Price	Selling Price	Cost (Historical) of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
* Vanguard	Inst Target Ret 2015 Fund	\$7,893,488	\$ -	\$ -	\$ 7,893,488	\$ -
* Vanguard	Inst Target Ret 2015 Fund	-	4,632,930	4,440,589	4,632,930	192,341
* Vanguard	Inst Target Ret 2020 Fund	17,982,669	-	-	17,982,669	-
* Vanguard	Inst Target Ret 2020 Fund	-	8,171,407	7,874,732	8,171,407	296,675
* Vanguard	Inst Target Ret 2025 Fund	21,969,926	-	-	21,969,926	-
* Vanguard	Inst Target Ret 2025 Fund	-	9,322,095	8,712,919	9,322,095	609,176
* Vanguard	Inst Target Ret 2030 Fund	21,055,586	-	-	21,055,586	-
* Vanguard	Inst Target Ret 2030 Fund	-	5,768,324	5,448,945	5,768,324	319,379
* Vanguard	Inst Target Ret 2035 Fund	14,805,294	-	-	14,805,294	-
* Vanguard	Inst Target Ret 2035 Fund	-	3,881,428	3,562,643	3,881,428	318,785
* Vanguard	Inst Target Ret 2040 Fund	9,511,333	-	-	9,511,333	-
* Vanguard	Inst Target Ret 2040 Fund	-	3,537,944	3,258,537	3,537,944	279,407
* Vanguard	Inst Target Ret 2045 Fund	11,012,161	-	-	11,012,161	-
* Vanguard	Inst Target Ret 2045 Fund	-	3,218,103	2,963,790	3,218,103	254,313
* Vanguard	Inst Target Ret Income Fund	9,464,857	-	-	9,464,857	-
* Vanguard	Inst Target Ret Income Fund	-	2,299,065	2,259,237	2,299,065	39,828

* Indicates a party-in-interest to the Plan.

** Transactions or a series of transactions in excess of 5% of the beginning current value of the Plan's assets as defined in 29 CFR Section 2520.103-6 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. The certified data for which these transactions or series of transactions are derived does not distinguish between participant and non-participant directed transactions. Columns for "Lease Rental" and "Expense Incurred with Transaction" are not applicable.

The above information was derived from data certified accurate and complete by Vanguard Fiduciary Trust Company, the Trustee of the Plan.