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

2017

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 05/01/1996

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)
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON

5885 OWENS DRIVE
PLEASANTON, CA 94588

2b Employer Identification Number (EIN)
94-3035344

2c Plan Sponsor's telephone number
925-225-7529

2d Business code (see instructions)
441110

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	CHRISTOPHER HULSE
	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

3a Plan administrator's name and address ☐ Same as Plan Sponsor

NORTHEAST RETIREMENT SERVICES, LLC

12 GILL ST
WOBURN, MA 01801-1729

3b Administrator's EIN: 81-5140646

3c Administrator's telephone number: 781-983-5059

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**	142
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)**	123
a(2) Total number of active participants at the end of the plan year	**6a(2)**	127
b Retired or separated participants receiving benefits	**6b**	3
c Other retired or separated participants entitled to future benefits	**6c**	20
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	150
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**.	**6f**	150
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	84
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	33
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)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

(1)	☒		**H** (Financial Information)
(2)	☐		**I** (Financial Information – Small Plan)
(3)	☐	0	**A** (Insurance Information)
(4)	☒		**C** (Service Provider Information)
(5)	☒		**D** (DFE/Participating Plan Information)
(6)	☐		**G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON

D Employer Identification Number (EIN)
94-3035344

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

GREAT-WEST LIFE & ANNUITY INSURANCE

8515 EAST ORCHARD ROAD
GREENWOOD VILLAGE, CO 80111

(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?
64	RECORDKEEPER	16120	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

NATIONAL AUTOMOBILE DEALERS ASSOCIA

8400 WESTPARK DR
MCLEAN, VA 22102

(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?
99	OTHER	6857	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

CAPFINANCIAL PARTNERS LLC

4208 SIX FORKS RD STE 1700
RALEIGH, NC 27609

(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?
99	OTHER	946	Yes [ ] No [X]	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)

NORTHEAST RETIREMENT SERVICES, INC.

12 GILL ST STE 2600
WOBURN, MA 01801

(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?
99	OTHER	591	Yes [ ] No [X]	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)

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

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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON

D Employer Identification Number (EIN)
94-3035344

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: GREAT-WEST TRUST DRIVE BALANCED FUN

b Name of sponsor of entity listed in (a): GREAT-WEST TRUST COMPANY, LLC

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)
47-7326992-110	C	2958595

a Name of MTIA, CCT, PSA, or 103-12 IE: GREAT-WEST TRUST DRIVE INCOME FUND

b Name of sponsor of entity listed in (a): GREAT-WEST TRUST COMPANY, LLC

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)
47-7319764-111	C	189850

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 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 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 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 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 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 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 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 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 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 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 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 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 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 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 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

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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)

Department of the Treasury
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

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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON

D Employer Identification Number (EIN)
94-3035344

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	11376	1075
(2) Participant contributions	1b(2)	0	10612
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	126030	172296
(9) Value of interest in common/collective trusts	1c(9)	4247115	3148446
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	302120	2258500
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	900	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(2) Employer real property	1d(2)	0	0
e	Buildings and other property used in plan operation	1e	0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f	4687541	5590929
	Liabilities			
g	Benefit claims payable	1g	0	0
h	Operating payables	1h		
i	Acquisition indebtedness	1i	0	0
j	Other liabilities	1j	24665	29207
k	Total liabilities (add all amounts in lines 1g through1j)	1k	24665	29207
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	4662876	5561722

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)	87603	
	(B) Participants	2a(1)(B)	516824	
	(C) Others (including rollovers)	2a(1)(C)	78845	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		683272
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)	7255	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		7255
	(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)	28161	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		28161
	(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)		420394
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		322417
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1461499
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	517226	
(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)		517226
f Corrective distributions (see instructions)	2f		18956
g Certain deemed distributions of participant loans (see instructions)	2g		10093
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	16378	
(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)		16378
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		562653
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		898846
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: SEILER CERTIFIED PUBLIC ACCOUNTANT **(2)** EIN: 94-1624276

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		342324
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		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

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.)

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

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
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON

D Employer Identification Number (EIN)
94-3035344

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** 0

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): 84-1455663

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**

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): _____

---

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):

D R A F T

October 12, 2018

TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

HACIENDA MOTORS, LTD.
DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN
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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)	16
Schedule H, Line 4(a) – Schedule of Delinquent Participant Contributions	17

Other schedules required by Section 2520.103.10 of the Department of Labor Regulations for Reporting and Disclosure under Employee Retirement and Income Security Act of 1974 have been omitted because they are not applicable.

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

Independent Auditors' Report

To the Board of Trustees of
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ
OF PLEASANTON 401(K) PLAN

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Hacienda Motors, Ltd. DBA Mercedes-Benz of Pleasanton 401(k) Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, and the related statements of changes in net assets available for benefits for the years then ended, 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 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 4, which was certified by Great-West Life & Annuity Insurance Company and Great-West Trust Company, LLC/Empower Retirement (collectively referred to as "Great-West"), 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 hold 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 years then ended, that the information provided to the Plan Administrator by the trustee is complete and accurate.

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

TO THE BOARD OF TRUSTEES OF
HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ
OF PLEASANTON 401(K) PLAN

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 Assets (Held at End of Year) and Schedule of Delinquent Participant Contributions as of December 31, 2017 are required by the Department of Labor's (DOL) 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 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 custodian, 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 DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Redwood City, California
October XX, 2018

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN
Statements of Net Assets Available for Benefits

	December 31, 2017	December 31, 2016
ASSETS		
INVESTMENTS AT FAIR VALUE	$ 5,406,946	$ 4,549,235
CASH	-	900
RECEIVABLES		
Participant contributions	10,612	-
Employer contributions	1,075	11,376
Notes receivable from participants	172,296	126,030
Total receivables	183,983	137,406
Total assets	5,590,929	4,687,541
LIABILITIES		
LIABILITIES		
Excess contributions payable	29,207	24,665
Total liabilities	29,207	24,665
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,561,722	$ 4,662,876

See Notes to Financial Statements

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN
Statements of Changes in Net Assets Available for Benefits

	For the Years Ended December 31, 2017	2016
ADDITIONS		
Additions to net assets attributed to investment income:		
Net appreciation in value of investments	$ 742,811	$ 441,871
Interest and dividends	28,161	9,009
Total investment income	770,972	450,880
Interest on notes receivable from participants	7,255	5,725
Contributions:		
Participants	497,868	354,924
Employer	87,603	80,308
Rollovers	78,845	-
Total contributions	664,316	435,232
Total additions	1,442,543	891,837
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants	517,226	76,257
Deemed distributions to participants	10,093	4,937
Administrative expenses	16,378	11,551
Total deductions	543,697	92,745
NET INCREASE	898,846	799,092
NET ASSETS AVAILABLE FOR BENEFITS, BEGINNING OF YEAR	4,662,876	3,863,784
NET ASSETS AVAILABLE FOR BENEFITS, END OF YEAR	$ 5,561,722	$ 4,662,876

See Notes to Financial Statements

D R A F T
October 12, 2018
TO BE USED ONLY FOR MANAGEMENT DISCUSSION PURPOSES. ENGAGEMENT IS INCOMPLETE. THIS DRAFT IS SUBJECT TO FINAL REVIEW AND POSSIBLE REVISION.

1. DESCRIPTION OF PLAN

The following description of the Hacienda Motors, Ltd. DBA Mercedes-Benz of Pleasanton 401(k) Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan covering employees of Hacienda Motors, Ltd. DBA Mercedes-Benz of Pleasanton (the "Company"). The Plan covers all employees after they have completed two months of service and who have attained age of 21. The Plan was originally established in 1996, and was amended and restated in October 2015. The Plan was most recently amended and restated in order to conform to regulatory changes. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code ("IRC"), as amended. The Board of Trustees is responsible for oversight of the Plan. The Board of Trustees determines the appropriateness of the Plan's investment offerings, monitors investment performance and reports to the Plan's Board of Trustees.

Contributions:

Each year, participants may elect to contribute on a before-tax basis, after-tax basis or a combination of both, up to 100% of pretax annual covered compensation, as defined in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). The Company makes employer matching contributions on the first 25% of the first 20% of compensation a participant contributes as employee contributions. The Company may make discretionary non-elective contributions each year as determined by the governing body of the Company. Employee and employer contributions are subject to certain Internal Revenue Service ("IRS") limitations.

Investment Options:

Participants direct the investment of their contributions and their pro rata share of the employer contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds, collective trust funds, and stable value funds as investment options for participants. The types of mutual funds, collective trust funds, and stable value funds include, but are not limited to: growth funds, balanced funds, fixed income funds, foreign/international funds, blend funds and asset allocation funds. Participants can change their investment options at any time.

1. DESCRIPTION OF PLAN (continued)

Participant Accounts:

Individual accounts are maintained for each Plan participant to reflect the participant's contributions, employer matching contributions, related employer discretionary non-elective contributions, and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan based on participant earnings, account balances, or specific participant transactions, as defined. 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 own contributions plus actual earnings thereon. Vesting in the Company's matching and non-elective discretionary contributions and earnings thereon is based on years of continuous service. If a participant terminates employment prior to normal retirement (65 years of age) for any reasons other than death or permanent disability, the portion of the Company's matching and non-elective discretionary contribution that is vested is as follows:

Years of Service	Vested Percentage
Less than 1	0%
1	10%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

Notes Receivable from Participants:

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of the present value of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at the prime rate plus 1% during the period in which the loans were issued, which is commensurate with local prevailing rates as determined by the Plan Administrator. Principal and interest are paid ratably through weekly, monthly, or semi-monthly payroll deductions. The number of loans a participant may have outstanding at one time is two.

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1. DESCRIPTION OF PLAN (continued)

Participant Withdrawals and Payment of Benefits:

Participants may make full or partial withdrawals of funds in any of their accounts upon attaining early retirement age (59 1/2 with 7 years of employment), normal retirement age (65 years of age), or for financial hardship, as defined, before that age. Participants may qualify for financial hardship withdrawals if they have an immediate and heavy financial need, as determined by the Plan Administrator. The minimum hardship withdrawal is $1,000; there is no minimum if the participant is over early or normal retirement age. Participants are limited to taking hardship distributions from account balances which are 100% vested. Participants cannot make contributions for six months after taking a hardship withdrawal.

In the event the participant terminates service and the participant's vested interest in their account is less than $1,000, including amounts contributed as rollover contributions to the Plan, then the Plan Administrator will distribute such benefit in a single sum payment, without such participant's consent, unless the amount is elected to be distributed in a direct rollover to another plan. In the event of a distribution which is equal to or greater than $1,000 but less than $5,000, if the participant does not elect to have such distribution paid directly to an eligible retirement plan (specified by the participant) in a direct rollover or to receive the distribution directly in accordance with Plan agreement, or, elect to defer or receive the account in installment payments, then the Plan Administrator will pay the distribution in a direct rollover to an individual retirement plan designated by the Plan Administrator.

Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump sum amount equal to the value of the participant's vested interest in his or her account, or annual installments over a period of time. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Forfeited Accounts:

As of December 31, 2017 and 2016, forfeited non-vested accounts totaled $515 and $2,707, respectively. Forfeited accounts will be used to reduce employer contributions or offset qualified plan expenses. In 2017 and 2016, $4,015 and $253 in forfeited non-vested accounts was allocated against the Plan's employer contributions and administrative expenses.

2. SUMMARY OF ACCOUNTING POLICIES

Basis of Accounting:

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

2. SUMMARY OF ACCOUNTING POLICIES (continued)

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition:

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Board of Trustees determines the Plan's valuation policies utilizing information provided by the investment advisers, custodian, trustee, and insurance company. See Note 4 for discussion of fair value measurements.

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. Net appreciation or depreciation includes the Plan's realized and unrealized gains or losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants:

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2017 and 2016, respectively. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by IRS are recorded as a liability with a corresponding reduction to contributions. As of December 31, 2017 and 2016 there were $29,207 and $24,665 in excess contributions payable, respectively. The Plan distributed the 2017 and 2016 excess contributions to the applicable participants prior to April 25, 2018 and February 15, 2017, respectively.

Payment of Benefits:

Benefits are recorded when paid.

2. SUMMARY OF ACCOUNTING POLICIES (continued)

Administrative Expenses:

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Subsequent Events:

The Plan has evaluated subsequent events and transactions that occurred after the date of the Statement of Net Assets Available for Benefits through October XX, 2018, the date the financial statements were available to be issued. The financial statements include all events or transactions, including estimates, required to be recognized in accordance with U.S. GAAP. The Plan has determined that there are no unrecognized subsequent events that require additional disclosure.

3. INFORMATION CERTIFIED BY THE CUSTODIAN (UNAUDITED)

In accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, all of the investment information, including investment income (loss), shown in the accompanying financial statements and supplemental schedule, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Great-West Life & Annuity Insurance Company and Great-West Trust Company, LLC/Empower Retirement (collectively referred to as "Great-West"), the trustee of the Plan.

During 2017 and 2016, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $742,811 and $441,871, respectively.

4. FAIR VALUE MEASUREMENTS

The fair value framework establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described 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 or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

The asset 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.

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

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

Collective trust funds: Valued at the NAV of shares of relative collective trust funds held by the Plan on a daily basis. The NAV is based on the fair value of the underlying investments held by the funds as a practical expedient.

4. FAIR VALUE MEASUREMENTS (continued)

Stable value fund: Valued at the NAV of units of a collective trust fund. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This fund contains conventional guaranteed investment contracts valued using a discounted cash flow methodology, as well as synthetic investment contracts comprised of underlying investment and contractual components which have observable Level 1 or Level 2 pricing inputs, including quoted prices for similar assets in active or non-active markets. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. Although contract value is the relevant measurement for the portion of the net assets of a collective investment trust attributable to fully benefit-responsive investment contracts, this fund is stated at fair value because all contracts are between the fund and the issuers, and not directly with the Plan.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2017 and 2016:

	Assets at Fair Value as of December 31, 2017			
	Level 1	Level 2	Level 3	Total
Mutual funds	$ 447,405	$ -	$ -	$ 447,405
Total investments in the fair value hierarchy	$ 447,405	$ -	$ -	447,405
Other investments measured at NAV *				4,959,541
Total investments at fair value				$ 5,406,946

4. FAIR VALUE MEASUREMENTS (continued)

	Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Level 3	Total
Mutual funds	$ 302,120	$ -	$ -	$ 302,120
Total investments in the fair value hierarchy	$ 302,120	$ -	$ -	$ 302,120
Other investments measured at NAV *				4,247,115
Total investments at fair value				$ 4,549,235

* Certain investments that are measured at fair value using NAV per share practical expedient (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

Investments Measured Using the Net Asset Value per Share Practical Expedient:

The following table summarizes investments for which fair value is measured using the net asset value per share practical expedient as of December 31, 2017 and 2016, respectively. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

Description	Fair Value December 31, 2017	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Collective trust funds	$ 4,769,691	-	Daily	1 day
Stable value fund	189,850	-	Daily	1 day

Description	Fair Value December 31, 2016	Unfunded Commitments	Redemption Frequency (if Currently Eligible)	Redemption Notice Period
Collective trust fund	$ 4,108,496	-	Daily	1 day
Stable value funds	138,619	-	Daily	1 day

4. FAIR VALUE MEASUREMENTS (continued)

Transfers Between Levels:

The availability of observable market data is monitored to assess the appropriate classifications of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

Management has evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. There were no transfers between levels during the years ended December 31, 2017 and 2016.

5. RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain plan investments are managed by Global Trust Company and Great-West, respectively. Global Trust Company and Great-West are the custodian and trustee, respectively, as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees incurred by the plan for the investment management services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment. As described in Note 2, the Plan made direct payments to the third party administrators of $16,378 and $11,551 for the years ended December 31, 2017 and 2016, respectively, which was not covered by revenue sharing. The Plan Sponsor pays directly any other fees related to the Plan's operations, including, but not necessarily limited to: audit, legal, and plan investment advisory fees.

6. PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions.

7. TAX STATUS

The Plan obtained an opinion letter for the prototype plan on March 31, 2014, in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC. Although the Plan has been amended since receiving the opinion letter, the Plan Administrator and the Plan's tax counsel believe the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC, and therefore believe that the Plan is qualified, and the related trust is tax exempt.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2017 and 2016, 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 2015.

8. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits. As of December 31, 2017 and 2016, three investments represented greater than 10% of the net assets available for benefits and together represented 77.3% and 81.9%, respectively, of the net assets available for benefits.

Additionally, the Plan provides investment options that hold securities of foreign companies, which may involve special risks and considerations not typically associated with investing in securities of U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

9. RECONCILIATION OF FINANCIAL STATEMENT TO FORM 5500

The following is a reconciliation of contributions made by participants per the financial statements for the year ended December 31, 2017, to Form 5500:

Contributions made by participants per the financial statements	$	497,868
Add: Amounts refunded to participants for corrective distributions		18,956
Contributions received from participants per Form 5500	$	516,824

The following is a reconciliation of total expenses per the financial statements for the year ended December 31, 2017, to Form 5500:

Benefits paid to participants per the financial statements	$	517,226
Deemed distributions to participants per the financial statements		10,093
Administrative expenses per the financial statements		16,378
Total deductions per the financial statements		543,697
Add: Amounts refunded to participants for corrective distributions		18,956
Total expenses per Form 5500	$	562,653

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SUPPLEMENTAL SCHEDULES

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HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN
Employer Identification Number: 94-3035344
Plan Number: 001
Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year)
As of December 31, 2017

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	SSgA Target Retirement Income Non-Lending Series Fund - Class K	Collective Investment Trust	**	$ 30,417
	SSgA Target Retirement 2015 Non-Lending Series Fund - Class K	Collective Investment Trust	**	75,650
	SSgA Target Retirement 2020 Non-Lending Series Fund - Class K	Collective Investment Trust	**	4,084
	SSgA Target Retirement 2025 Non-Lending Series Fund - Class K	Collective Investment Trust	**	2,162
	SSgA Target Retirement 2030 Non-Lending Series Fund - Class K	Collective Investment Trust	**	182,907
	SSgA Target Retirement 2040 Non-Lending Series Fund - Class K	Collective Investment Trust	**	87,257
	SSgA Target Retirement 2050 Non-Lending Series Fund - Class K	Collective Investment Trust	**	192
	SSgA Target Retirement 2055 Non-Lending Series Fund - Class K	Collective Investment Trust	**	3,197
	America Funds EuroPacific Growth Fund - Class R-6	Mutual Fund	**	36,577
	SSgA Global All Cap Equity Ex. U.S. Index Fund - Class K	Collective Investment Trust	**	14,356
	SSgA Real Asset Fund - Class C	Collective Investment Trust	**	48,894
	Eagle Small Cap Growth Fund - Class R6	Mutual Fund	**	57,664
	Victory Integrity Small-Cap Value Fund - Class R6	Mutual Fund	**	28,990
	SSgA Russell Small Cap Index Fund - Class S	Collective Investment Trust	**	23,903
	MassMutual Select Mid Cap Growth Equity II Fund - Class Z	Mutual Fund	**	100,130
	MFS Mid Cap Value - Class R6	Mutual Fund	**	88,266
	SSgA S&P Midcap Index Fund - Class C	Collective Investment Trust	**	638,750
	Harbor Capital Appreciation Fund - Institutional Shares	Mutual Fund	**	94,785
	John Hancock Disciplined Value Fund - Class R6	Mutual Fund	**	27,062
	SSgA S&P 500 Index Fund - Class K	Collective Investment Trust	**	699,326
	Drive Balanced Fund	Collective Investment Trust	**	2,958,596
	Metropolitan West Total Return Bond Plan	Mutual Fund	**	13,931
	SSgA U.S. Bond Index Fund - Class C	Collective Investment Trust	**	1
	Drive Income Fund	Stable Value Fund	**	189,849
	Sub-total			5,406,946
*	Participant loans	Interest rates at 4.25% - 5.25%	-0-	172,296
				$ 5,579,242

* Party-in interest

** Information is not required as investments are participant directed

The investments above have been certified by Great-West, the trustee, to be complete and accurate to the best of their knowledge.

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HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN
Employer Identification Number: 94-3035344
Plan Number: 001
Schedule H, Line 4(a) - Schedule of Delinquent Participant Contributions
As of December 31, 2017

Participant Contributions Transferred Late to Plan
$ 342,244

	Total that Constitute Nonexempt Prohibited Transactions			
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
X	$ 342,244	$ -	$ -	$ -

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LSA-CX-13: Disclosure Requirements for Financial Statements of 401(k) Plans

Plan: Hacienda Motors, Ltd. DBA Mercedes-Benz of Pleasanton 401(k)

Financial Statement Date: December 31, 2017

Explanatory Comments

This is a checklist of the principal disclosure requirements for financial statements of 401(k) plans. The disclosures included in this checklist have been summarized from the following sources:

1) Accounting principles generally accepted in the United States of America (GAAP) included in the FASB Accounting Standards Codification (FASB ASC) that are specific to 401(k) plans or relevant given the nature of the plan. Those principles are primarily located in *FASB ASC 962, Plan Accounting—Defined Contribution Pension Plans* (link) . This checklist incorporates Accounting Standards Updates (ASU) of the FASB ASC.

2) AICPA Audit and Accounting Guide, *Employee Benefit Plans* (AEBP) as of January 1, 2017, particularly the disclosures for financial statements of defined contribution retirement plans in Chapter 5A .The 2018 edition of AEBP was not available at the time this checklist was updated. Certain of the disclosures set forth in AEBP have not been included in the FASB ASC. However, the authors believe many plans will provide those disclosures, even though the exclusion from the FASB ASC indicates the disclosures are not required by GAAP. While the authors would generally label such disclosures as *accepted practice*, those disclosures include specific reference to the paragraphs in AEBP, where the disclosures are discussed to provide users a source for the disclosure. Some disclosures in AEBP are identified as recommendations of the AICPA Financial Reporting Executive Committee (FinREC). This checklist specifically identifies those recommendations. Like other disclosures set forth in AEBP that are not required by GAAP, the authors believe many plans will provide the disclosures recommended by FinREC.

3) Department of Labor regulations (DOL Reg.) 2520.103-1, “Contents of the Annual Report,” for plans subject to ERISA reporting under the alternative method. (The alternative method consists of IRS Form 5500, audited financial statements, required supplemental schedules, and the auditor’s report on the financial statements and required supplemental schedules.)

4) The 2017 IRS Form 5500, “Annual Return/Report of Employee Benefit Plan,” and related “Instructions for Form 5500,” for plans subject to ERISA reporting under the alternative method.

The disclosures required by those sources are the same for both audited and unaudited (compiled, reviewed, and prepared) financial statements, except for compiled or prepared financial statements that omit substantially all disclosures.

An occasional reference is made to auditing standards (AU-C Sections) published by the AICPA. Disclosure guidelines for certain financial statement items are currently in auditing standards. Inclusion of those disclosures without regard to whether the financial statements are audited or unaudited is generally accepted practice.

Disclosures prescribed by DOL Reg. 2520.103-1 and the instructions to IRS Form 5500 are required for compliance with ERISA reporting under the alternative method. The DOL may reject filings that depart from those requirements and impose penalties on the plan administrator. Plan financial statements not prepared for purposes of meeting the DOL reporting requirements need not comply with DOL disclosure requirements.

The checklist does not cover governmental plans. It also does not include disclosure requirements for plans that are required to file Form 11-K with the Securities and Exchange Commission (SEC). For disclosure requirements for plans that are required to file Form 11-K with the SEC, see *PPC’s Practice Aids for Audits of Form 11-K Benefit Plans*.

Some questions in the checklist do not cite a specific authoritative reference but indicate that the disclosure is *accepted practice*. The authors believe that many plans disclose that information even though a requirement to do so cannot be identified in the authoritative literature.

Note that this is a disclosure checklist, not a checklist for applying GAAP, and thus, application and measurement questions are not addressed. However, the checklist does include financial statement presentation questions specific to 401(k) plans required by GAAP, AEBP, DOL Reg. 2520.103-1, and IRS Form 5500 and its instructions.

This checklist is divided into three parts: Part I—Most Frequent Disclosures, Part II—Other Disclosures, and Part III—Disclosures Required by Significant, Recently Issued ASUs with Delayed Effective Dates. Some disclosure requirements included in Part II have been amended or superseded by certain of the significant, recently issued ASUs with delayed effective dates. Those Part II disclosures have been identified within Part II and in the Instructions to Part III, should not be made, and can be marked as "N/A" in Part II with a reference to Part III if those ASUs have been adopted. The amended or new disclosures have been included in Part III.

Update Information

This checklist has been updated through January 29, 2018, and is current through ASU 2018-01, *Leases (Topic 842), Land Easement Practical Expedient for Transition to Topic 842*, except for the ASU discussed in the following paragraph.

Credit Losses

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*, which affects all entities that hold financial assets and net investment in leases that are not accounted for at fair value through net income. The ASU is intended to provide users of financial statements with additional decision-useful information about the expected credit losses on financial instruments and other commitments to extend credit. The ASU is effective for fiscal years beginning after December 15, 2020, and interim periods within fiscal years beginning after December 15, 2021. The ASU may be adopted earlier as of fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. **Due to the delayed effective dates of ASU 2016-13, this checklist does not incorporate the disclosure requirements and associated amendments of the ASU.** A future disclosure checklist will incorporate such requirements and changes. Users may download the ASU from the FASB's website at **www.fasb.org** or from Checkpoint at **checkpoint.riag.com**. *PPC's Guide to GAAP* and *PPC's Guide to Preparing Financial Statements* provide a summary of ASU 2016-13.

PART I—MOST FREQUENT DISCLOSURES FOR 401(K) PLANS

Instructions

A block ☐ has been provided at the beginning of certain groups of questions. If the group of questions is not applicable to your client, simply place a (✓) in the ☐. It will not be necessary to check N/A for each question in the group of questions. Otherwise, respond to each question with a (✓) in the appropriate column: (1) Yes—disclosure made, (2) No—item present but no disclosure made (any item checked "No" should be explained in the checklist or in a separate memorandum), or (3) N/A—either the item is not present or it is immaterial to the financial statements.

	Disclosure Made?		
	Yes	No	N/A
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS			
GENERAL			
1. Is a statement of net assets available for benefits as of the end of the plan year presented? (FASB ASC 962-205-45-1)	✓		
2. Is the statement of net assets available for benefits in comparative form? [DOL Reg. 2520.103-1(b)(2)(i)]	✓		
3. Does the statement of net assets available for benefits include the assets and liabilities required to be reported on Schedule H of Form 5500? (The assets and liabilities may be aggregated into categories in a manner other than that used on Schedule H.) [DOL Reg. 2520.103-1(b)(2)(i) and instructions to Schedule H of the Form 5500]	✓		
4. Are the following amounts presented in the statement of net assets available for benefits: (FASB ASC 962-205-45-2)			
a. Total assets?	✓		
b. Total liabilities?	✓		
c. Net assets available for benefits?	✓		
5. Are liabilities (other than for benefits), for example, for securities purchased, refund of excess contributions, third-party administrator fees, etc., accrued and deducted to arrive at net assets available for benefits? (FASB ASC 962-205-45-4)	✓		
6. If the plan provides for participant-directed and nonparticipant-directed investment programs, is information about the net assets and significant components of the changes in net assets of the nonparticipant-directed portions disclosed in enough detail to identify the types of investments and the related changes? (FASB ASC 962-325-45-8)			✓
7. Are restrictions on plan assets (for example, legal restrictions on multiple trusts) disclosed? (Accepted practice)			✓
RECEIVABLES			
1. Does the statement of net assets available for benefits separately identify contributions receivable [for example, from employer(s), participants, state subsidies, federal grants, and others]? (FASB ASC 962-310-45-1)	✓		

	Disclosure Made? Yes	No	N/A
2. Are loans to participants classified in the statement of net assets available for benefits as notes receivable from participants? (FASB ASC 962-310-45-2)	✓		
3. Are corrective contributions receivable presented as other employer contributions receivable? (FinREC recommendation, AEBP, Para. 5.55)			✓
4. Are all significant categories of loans and receivables presented separately in the statement of net assets available for benefits or disclosed? (Amounts due from related parties should be presented separately on the statement of net assets available for benefits.) (FASB ASC 310-10-45-2 ; 310-10-45-13 ; 310-10-50-3 ; 850-10-50-2)			✓
5. Is the amount of the allowance for doubtful accounts (or allowance for loan losses) disclosed? (FASB ASC 310-10-50-4 ; 310-10-50-9 ; 310-10-50-14) **Yes, the amount is $0 and is disclosed**	✓		
6. Have the following accounting policies been properly disclosed, if significant:			
a. Basis of accounting for loans? (FASB ASC 310-10-50-2)	✓		
b. Method used to recognize interest income on loans? (FASB ASC 310-10-50-2 ; 310-20-50-1)	✓		
c. Policies for placing financing receivables on nonaccrual status, recording payments on nonaccrual receivables, and resuming accrual of interest, by class of financing receivable, except for receivables measured at fair value with changes in fair value reported in the change in net assets, receivables measured at lower of cost or fair value, and participant loans? (FASB ASC 310-10-50-5A and 50-5B ; 310-10-50-6)			✓
d. Policy for determining past due or delinquency status, by class of financing receivable, except for receivables measured at fair value with changes in fair value reported in the change in net assets, receivables measured at lower of cost or fair value, and participant loans? (FASB ASC 310-10-50-5A and 50-5B ; 310-10-50-6)			✓
7. Has an analysis been presented (by class of financing receivable) of the age of the recorded investment in financing receivables at the end of the reporting period that are past due, as determined by the plan's policy? (This disclosure does not apply to receivables measured at fair value with changes in fair value reported in the change in net assets, receivables measured at lower of cost or fair value, and participant loans.) (FASB ASC 310-10-50-5A and 50-5B ; 310-10-50-7A and 50-7B)			✓
8. Is the following disclosed about nonaccrual and past due financing receivables as of each statement of net assets available for benefits date presented: (This disclosure should be presented by class of financing receivable, except for receivables measured at fair value with changes in fair value reported in the change in net assets, receivables measured at lower of cost or fair value, and participant loans.) (FASB ASC 310-10-50-5A and 50-5B ; 310-10-50-7)			
a. Recorded investment in financing receivables on nonaccrual status?			✓
b. Recorded investment in financing receivables past due 90 days or more and still accruing?			✓
9. Are significant concentrations of credit risk arising from receivables disclosed? (See FINANCIAL INSTRUMENTS—Concentrations of Credit Risk.)			✓
10. If impairment of loans has been recognized, have the appropriate disclosures been made? (See LENDING ACTIVITIES AND LOAN PURCHASES—Impaired Loans.)			✓

	Disclosure Made? Yes	No	N/A
INVESTMENTS			
1. Are investments measured using fair value in the statement of net assets available for benefits or in the notes to the financial statements presented by general type, such as the following: (FASB ASC 962-325-45-5)			
a. Registered investment companies (mutual funds)?	✓		
b. Government securities?			✓
c. Short-term securities?			✓
d. Corporate bonds?			✓
e. Common stocks?			✓
f. Mortgages?			✓
g. Real estate?			✓
h. Common-collective trusts?	✓		
i. Pooled separate accounts?			✓
j. Self-directed brokerage accounts?			✓
2. Are interest-bearing cash balances included with investments? (FinREC recommendation, AEBP, Para. 5.16)			✓
3. For fiscal years beginning after December 15, 2018, for each master trust in which the plan holds an interest, has that interest been presented in a separate line item in the statement of net assets available for benefits? (FASB ASC 962-205-45-10)			
The plan has no master trusts			✓
4. For fiscal years beginning on or before December 15, 2018, is the following information disclosed for master trust investments: (FASB ASC 962-325-50-6 through 50-8)			☑
a. The investments of the master trust measured using fair value presented by general type, such as government securities, short-term securities, corporate bonds, common stocks, mortgages, real estate, and self-directed brokerage accounts as of the date of each statement of net assets available for benefits presented?			✓
b. Total net change in the fair value of investments of the master trust for each period for which a statement of changes in net assets available for benefits is presented?			✓
c. Total investment income of the master trust by type (e.g., interest and dividends) for each period for which a statement of changes in net assets available for benefits is presented?			✓
d. A description of the basis used to allocate net assets, net investment income, gains and losses to participating plans, and the plan's percentage interest in the master trust as of the date of each statement of net assets available for benefits presented?			✓
5. For fiscal years beginning after December 15, 2018, is the following information disclosed for interests in master trusts: (*FASB ASC 962-325-50-7 through 50-8C* (link))			☑

	Disclosure Made? Yes	No	N/A
a. The investments of the master trust measured using fair value presented by general investment type [such as registered investment companies (e.g., mutual funds), government securities, common-collective trusts, pooled separate accounts, short-term securities, corporate bonds, common stocks, mortgages, real estate, and self-directed brokerage accounts] as of the date of each statement of net assets available for benefits presented?			
b. The dollar amount of the plan's interest in each general type of investment held by the master trust, consistent with the disclosure required by (a)?			
c. The other assets and liabilities of the master trust and the dollar amount of the plan's interest in each of those assets and liabilities?			
d. For each period for which a statement of changes in net assets available for benefits is presented:			
i. The net appreciation or depreciation in the fair value of investments of the master trust, which includes realized gains and losses on investments that were purchased and sold during the period and unrealized appreciation or depreciation of the investments held at year end?			
ii. Investment income [other than that in (1) above]?			
e. A description of the basis used to allocate the net assets and the total investment income?			
f. If the plan has an undivided interest in the master trust (i.e., a proportionate, rather than a specific, interest in the master trust), the plan's percentage interest in the master trust as of the date of each statement of net assets available for benefits presented?			
6. If the plan holds investments in master trusts, have the following disclosures been included: (FinREC recommendation, AEBP, Paras. 8.47–.48)			☑
a. A statement of net assets of the master trust?			
b. A statement of changes in net assets of the master trust?			
c. For plans with a specific interest (i.e., not an undivided interest) in master trust investments, the plan's percentage interest in each investment type?			
7. If the plan holds investments in master trusts, have the fair value measurement disclosures required by FASB ASC 820-10-50 been made by individual investments under the master trust arrangement? (Q&A 6931.11) (See FAIR VALUE MEASUREMENTS.)			✓
8. Is the following information disclosed in the aggregate for fully benefit-responsive investment contracts: (FASB ASC 962-325-50-3)			
a. A description of the nature of the investment contracts, including how they operate, by the type of investment contract (e.g., synthetic or traditional investment contracts)?			✓
b. A description of the events, if any, that limit the plan's ability to execute transactions at contract value with the issuer (e.g., premature termination of the contracts by the plan, plant closings, layoffs, plan termination, bankruptcy, mergers, and early retirement incentives), including a statement that the occurrence of each of those events that would limit the ability of the plan to transact at contract value with plan participants is not probable of occurring?			✓

	Disclosure Made? Yes	No	N/A
c. A description of the events and circumstances that would permit issuers to terminate the contracts and settle at amounts that differ from contract value?			✓
d. The total contract value of each type of investment contract (e.g., synthetic or traditional investment contracts)?			✓
9. Does the presentation of investments indicate whether the reported fair values have been measured by quoted market prices in an active market or were otherwise determined? (FASB ASC 962-325-45-6)	✓		
10. If investments include financial instruments with concentrations of credit risk, are the risks appropriately disclosed? (See FINANCIAL INSTRUMENTS.)	✓		
11. Are the amounts and types of securities issued by a sponsor (employer) and related parties included in plan assets disclosed? (Accepted practice)			✓
12. If the plan's fiscal year end does not coincide with a month end and the plan has elected to measure investments and investment-related accounts using the month end that is closest to the plan's fiscal year end: (FASB ASC 962-325-50-2A and 50-2B)			
a. Has the plan disclosed that policy election and the month-end measurement date?			✓
b. If contributions, distributions, and/or significant events (such as a plan amendment, merger, or termination) occur between the month-end date used to measure investments and investment-related accounts and the plan's fiscal year end, have the amounts of those contributions, distributions, and/or significant events been disclosed?			✓
Investments in Entities That Calculate Net Asset Value per Share			☐
NOTE: Prior to the adoption of ASU 2015-07, *Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, the disclosures in Question No. 13 are required regardless of whether the fair value of the investments is estimated using the net asset value per share (or equivalent) as a practical expedient. After adoption of ASU 2015-07, the disclosures are limited to investments for which the plan has elected to measure the fair value using the practical expedient. The ASU is effective for fiscal years beginning after December 15, 2016. Early adoption is permitted. The guidance in the ASU is required to be applied on a retrospective basis to all periods presented.			
13. Have the following been disclosed for each reporting period by class of investment for investments that (a) do not have a readily determinable fair value, and (b) are in investment companies or similar entities that report their investment assets at fair value: (FASB ASC 820-10-50-6A)			
a. The fair value measurement of the investments in the class at the reporting date and a description of the significant investment strategies of the investee(s)? [Note: If an investment is measured using the net asset value per share (or equivalent) practical expedient set forth in FASB ASC 820-10-35-59 and the investment is in a fund that files a Form 5500 as a direct filing entity, disclosure of the investment's significant investment strategy is not required.]	✓		
b. For investments that can never be redeemed with the investee but provide distributions from liquidations of the underlying assets, an estimate of the time period over which the underlying assets are expected to be liquidated by the investee?	✓		

	Disclosure Made?		
	Yes	No	N/A
c. Amount of unfunded commitments related to investments?	✓		
d. General description of the terms and conditions under which investments may be redeemed?	✓		
e. Circumstances under which redeemable investments might not be redeemable?			✓
f. For redeemable investments that are restricted from redemption at the measurement date, an estimate of when the restriction might lapse (or if not known, that fact and how long the restriction has been in effect)?	✓		
g. Any other significant restrictions on the ability to sell the investment?			✓
h. For years beginning on or before December 15, 2016, if it is probable that investments will be sold for an amount different than net asset value per share, the total fair value of such investments and remaining actions necessary to complete the sale?			✓
i. If it is probable that a group of investments will be sold but still meet the criteria permitting fair value measurement using net asset value per share, the plans to sell the investments and remaining actions necessary to complete the sale?			✓
j. If the disclosures in items (a)–(i) are not sufficient for financial statement users to understand the nature and risks of the investments and whether they are probable of being sold at amounts different than net asset value per share (or the equivalent), additional disclosure as necessary?			✓
14. In the first year the plan applies the requirements of ASU 2015-07, has disclosure been made of the nature of and reason for the change in accounting principle, including an explanation of why it is preferable? (FASB ASC 820-10-65-10) **Implemented in FY2015/2016**			✓

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

1. Is a statement of changes in net assets available for benefits for the year then ended presented? (FASB ASC 962-205-45-1)	✓		
2. Does the statement of changes in net assets available for benefits disclose the following: (FASB ASC 962-205-45-7)			
a. The net appreciation or depreciation in fair value (including realized gains and losses on investments that were both bought and sold during the period as well as unrealized appreciation or depreciation of the investments held at the end of the year)?	✓		
b. Investment income or loss, exclusive of the changes in fair value reported in item 2(a)? (For fully benefit-responsive investment contracts, investment income should include interest income credited to plan participants.)	✓		
i. Are dividends reinvested into the plan presented as investment income and shown separately from changes in fair value? (FinREC recommendation, AEBP, Para. 5.69b)	✓		
ii. Are capital gain distributions reinvested into the plan presented either as investment income and shown separately from changes in fair value or presented as part of the net change in fair value? (FinREC recommendation, AEBP, Para. 5.69b)	✓		

	Disclosure Made? Yes	No	N/A
c. Contributions from the employer(s), segregated between cash and noncash contributions?	✓		
i. Is the nature of any noncash contributions described either parenthetically or in a note?			✓
ii. Are corrective contributions presented as other employer contributions? (FinREC recommendation, AEBP, Para. 5.55)			✓
d. Contributions from participants, including those transmitted by the sponsor?	✓		
e. Contributions from other identified sources, for example, state subsidies or federal grants?			✓
f. Significant rollover contributions? (FinREC recommendation, AEBP, Para. 5.57)	✓		
g. Benefits paid to participants?	✓		
h. Payments to insurance companies to purchase contracts that are excluded from plan assets?			✓
i. Administrative expenses?	✓		
i. If administrative expenses are significant, are appropriate descriptions of the expenses included in the notes to the financial statements? (Accepted practice)	✓		
j. Other income or expenses, presented separately if significant, such as fee income, interest earned on notes receivable from participants, interest expense, or unrelated business income tax expense? (FinREC recommendation, AEBP, Para. 5.71)	✓		
k. The change during the period in net assets? [DOL Reg. 2520.103-1(b)(2)(ii)]	✓		
l. Other changes, such as transfers of assets to or from other plans or proceeds from demutualization disclosed separately, if significant? (FASB ASC 962-205-45-8)			✓
3. For fiscal years beginning after December 15, 2018, for each master trust in which the plan holds an interest, has the change in that interest been presented in a separate line item in the statement of changes in net assets available for benefits? (FASB ASC 962-205-45-10)			✓
4. Does the statement of changes in net assets available for benefits include the categories of income, expense, and changes in net assets required to be reported on Schedule H of Form 5500 although the categories may be aggregated in a manner other than that used on Form 5500? [DOL Reg. 2520.103-1(b)(2)(ii) and instructions to Schedule H of the Form 5500]	✓		
5. For material events or transactions considered to be of an unusual nature or a type that indicates infrequency of occurrence or both: (FASB ASC 220-20-45-1 ; 220-20-50-1)			
a. Are they reported as a separate component of the net increase in net assets?			✓
b. Are the nature and financial effects of each event or transaction either presented as a separate component of the net increase in net assets or disclosed in the notes to the financial statements?			✓

GENERAL FINANCIAL STATEMENT DISCLOSURES

	Disclosure Made? Yes	No	N/A
(These are additional note disclosures that have not been addressed in preceding checklist questions.)			
DATE OF MANAGEMENT'S REVIEW			
1. Have the following been disclosed: (FASB ASC 855-10-50-1)			
a. The date through which subsequent events were evaluated?	✓		
b. Whether the date in item a. is the financial statement issuance date or the date the financial statements were available to be issued?	✓		
2. In revised financial statements, have the dates through which subsequent events were evaluated for both the original and revised financial statements been disclosed? (FASB ASC 855-10-50-4)			
Not a revised financial statement			✓
PLAN DESCRIPTION			
1. Are the following disclosed, as applicable:			
a. A brief, general description of the plan agreement, including, but not limited to, the following: (If a plan agreement or description providing the following information is otherwise published and made available, the description and following disclosures may be replaced by a reference to the other source of the information.) (FASB ASC 962-205-50-1a)			
i. Allocation provisions?	✓		
ii. Vesting provisions?	✓		
iii. The disposition of forfeitures?	✓		
b. A description of significant plan amendments adopted during the period, and their effects on benefits and net assets if significant either individually or in the aggregate? (FASB ASC 962-205-50-1b) [DOL Reg. 2520.103-1(b)(3)]			
See W/P 7100.01 – Pg. 111 – This was deemed to NOT be a significant plan amendment, and, therefore, has not been disclosed.			✓
c. The amount of unallocated assets and the basis for allocating asset values to participants' accounts if that basis differs from the one used to record assets in the financial statements? (FASB ASC 962-205-50-1c)			
Cash is unallocated	✓		
d. The basis for determining: (FASB ASC 962-205-50-1d)			
i. Contributions by employers?	✓		
ii. Participant contributions, if the plan is a contributory plan?	✓		
e. The funding policy and any changes in it from the preceding year? [DOL Reg. 2520.103-1(b)(3)]			✓
f. The policy for purchasing insurance contracts that are excluded from plan assets? (FASB ASC 962-205-50-1f)			✓
g. Termination provisions of the plan? (Accepted practice)	✓		
2. Are the following disclosed:			

	Disclosure Made? Yes	No	N/A
a. Amounts allocated to accounts of persons who, at the financial statement date, have elected to withdraw from the plan but have not been paid? (FASB ASC 962-205-50-1i)			✓
b. The amount and disposition of forfeited nonvested accounts including identification of amounts used to reduce future employer contributions, expenses, or reallocated to participant's accounts, in accordance with plan documents? (FASB ASC 962-205-50-1j)	✓		
c. The nature and amount of refunds of excess contributions, if material? (Accepted practice)			✓
3. Is the fact that the employer absorbs significant costs of plan administration disclosed, if that is the case? (FASB ASC 962-205-50-1e)	✓		
4. Are significant terms of third party expense offset agreements wherein expenses are netted against income disclosed? (FinREC recommendation, AEBP, Para. 5.78d)	✓		
USE OF ESTIMATES			
1. Has the fact that preparation of financial statements in conformity with GAAP requires the use of management's estimates been disclosed? (FASB ASC 275-10-50-4)	✓		
ACCOUNTING POLICIES			
1. Are all significant accounting policies presented as an integral part of the financial statements (disclosure is preferred in a separate summary of significant accounting policies preceding the notes or in the first note)? (Such policies should include those where there is a selection from existing acceptable alternatives, where there are principles and methods peculiar to employee benefit plans, and where unusual or innovative applications of GAAP or methods of applications exist.) (*FASB ASC 235-10-50-1 through 50-6* (link))	✓		
2. Does the disclosure of the plan's accounting policies include a description of the valuation techniques and inputs used to measure the fair value less costs to sell, if significant, of investments and a description of the methods and significant assumptions used to measure the reported value of insurance contracts? (FASB ASC 962-325-50-1)	✓		
3. Are any variances from GAAP described in the notes to the financial statements? [DOL Reg. 2520.103-1(b)(3)]			✓
4. Do the notes explain any differences between the information in the separate financial statements and in the assets, liabilities, income, expenses, and changes in net assets reported in Schedule H of Form 5500, including the following, as applicable: [DOL Reg. 2520.103-1(b)(3)]			
a. The difference between the method used in the Form 5500 Schedule H to calculate realized gains and losses on investments and the method used in the separate financial statements?			✓
b. The difference caused by reporting the amount of assets that have been allocated, but not disbursed, to participants who have withdrawn from the plan as of year end as a liability in the Form 5500 Schedule H and not reporting the amount as a liability for financial statements purposes? (FASB ASC 962-205-50-1i)			✓
c. Others? **– Corrective distributions from the Plan in FY2017**	✓		
INCOME TAX STATUS			

	Disclosure Made? Yes	No	N/A
1. Are the following disclosed:			
a. Information about whether a tax ruling or determination letter has been obtained? [DOL Reg. 2520.103-1 (b)(3)]	✓		
b. The plan's federal income tax status if a favorable determination letter has not been obtained or maintained? (FASB ASC 962-205-50-1g)			✓
2. If the plan was amended after receipt of the latest determination letter, do the financial statements include a disclosure such as the following? (*AEBP, Exhibit C-3 of Appendix C* (link)) The IRS has determined and informed the Plan sponsor by a letter dated [Date of Determination/advisory/opinion Letter], that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the [determination/advisory/opinion letter], the Plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.	✓		
3. If the plan is subject to income taxes, are the required classifications and disclosures made?			✓
DOL LIMITED-SCOPE AUDIT			☐
1. Do the financial statements include a note summarizing (that is, identifying) the information to which the trustee's or custodian's certification applies, for example, investment assets, transactions, and income, and the schedules of investments and reportable transactions? (Accepted practice)	✓		
FAIR VALUE MEASUREMENTS			☐
1. Have the following been disclosed for each class of assets and liabilities measured at fair value (including measurements based on fair value) on a *recurring* basis in the statement of net assets available for benefits after initial recognition, with quantitative disclosures presented in tabular format: (FASB ASC 820-10-35-54B ; 820-10-50-1 through 50-2C ; 820-10-50-2F ; 820-10-50-8)			
a. The fair value measurement at the end of the reporting period?	✓		
b. The level of the fair value hierarchy within which the fair value measurements are categorized in their entirety (Level 1, 2, or 3)?	✓		
c. For assets and liabilities held at the end of the reporting period that are measured at fair value, the amounts of any transfers between Level 1 and Level 2 of the fair value hierarchy, the reasons for such transfers, and the policy for determining when transfers between levels have occurred? (Transfers into each level should be disclosed and discussed separately from transfers out of each level.) (Nonpublic plans are not required to make this disclosure unless other GAAP requires it.)			✓
d. For Level 2 and Level 3 fair value measurements—			
i. The valuation technique(s) and inputs used in the measurement?	✓		

	Disclosure Made? Yes	No	N/A
ii. For periods beginning on or before December 15, 2016, any change in valuation technique (for example, from a market approach to an income approach or the use of an additional valuation technique) and the reason(s) for making the change?			✓
iii. For periods beginning after December 15, 2016, any change in either or both a valuation approach and a valuation technique (for example, from matrix pricing to the binomial model or the use of an additional valuation technique) and the reason(s) for making the change?			✓
iv. For Level 3 fair value measurements, quantitative information about the significant unobservable inputs used in the measurement? (Disclosure is not required if quantitative unobservable inputs are not developed by the plan when measuring fair value, for example, when prices from prior transactions or third-party pricing information without adjustment is used. Quantitative unobservable inputs that are significant to the fair value measurement and that are reasonably available to the plan cannot be ignored.) [**NOTE**: This disclosure requirement is indefinitely deferred for investments in a *nonpublic sponsor's own equity securities* (including those of a nonpublic affiliate of the sponsor) held by a nonpublic employee benefit plan.] (FASB ASC 820-10-65-9)			✓
e. For Level 3 fair value measurements—			
i. A reconciliation from the opening balances to the closing balances with separate disclosure of changes during the period attributable to (a) total gains or losses for the period recognized in changes in net assets available for benefits and the line item(s) in the statement of changes in net assets in which such gains or losses are recognized; (b) purchases, sales, issues, and settlements, with each type disclosed separately; and (c) the amounts of any transfers into or out of Level 3, the reasons for such transfers, and the policy for determining when transfers between levels have occurred? (Transfers into Level 3 should be disclosed and discussed separately from transfers out of Level 3.)			✓
ii. The amount of the total gains or losses for the period in item (e)(1)(a) included in changes in net assets due to the change in unrealized gains or losses that relate to assets and liabilities held at the end of the reporting period, and the line item(s) in the statement of changes in net assets available for benefits in which such unrealized gains or losses are recognized?			✓
iii. A description of the valuation processes used including, for example, how the valuation policies and procedures are decided and how changes in fair value measurements are analyzed from period to period?			✓
iv. A narrative description of the sensitivity of the measurement to changes in unobservable inputs if a change in the inputs to a different amount might produce a significantly higher or lower fair value measurement, including a description of any interrelationships between those inputs and other unobservable inputs used in the fair value measurement and how those interrelationships might magnify or mitigate the effect of changes in the unobservable inputs on the measurement? [At a minimum, the narrative description of the sensitivity should include the unobservable inputs disclosed in item d(4).] (Nonpublic plans are not required to make this disclosure unless other GAAP requires it.)			✓

	Disclosure Made? Yes	No	N/A
f. If the highest and best use of a nonfinancial asset differs from its current use, the fact that the use is different and why the asset is being used differently from its highest and best use?	____	____	✓
g. Information sufficient to permit reconciliation of the fair value measurement disclosures for the various classes of assets and liabilities in items (a)–(f) to the line items in the statement of net assets available for benefits? [For fiscal years beginning after December 15, 2016, the plan should disclose the amount of investments measured using the net asset value per share (or equivalent) practical expedient to permit reconciliation of the fair value of investments in the fair value hierarchy to amounts presented in the statement of net assets available for benefits. Disclosure is required even though such investments are not categorized within the fair value hierarchy under the requirement in item 1(b). (FASB ASC 820-10-35-54B)]	____	____	✓
h. If the disclosures in items (a)–(g) are not sufficient to help financial statement users assess the valuation techniques and inputs used to develop fair value measurements and the effect of fair value measurements using significant unobservable inputs on the changes in net assets for the period, additional disclosures as necessary?	____	____	✓
2. Have the following been disclosed for each class of assets and liabilities measured at fair value (including measurements based on fair value) on a *nonrecurring* basis in the statement of net assets available for benefits after initial recognition, with quantitative disclosures presented in tabular format: (*FASB ASC 820-10-50-1 through 50-2C* (link) ; 820-10-50-3 ; 820-10-50-8)			
a. The fair value measurement at the relevant measurement date and the reasons for the measurement? (If the measurement date is not at the end of the reporting period, the plan should disclose that the fair value information is not as of the end of the period and the date or period that the measurement was made.)	____	____	✓
b. The level of the fair value hierarchy within which the fair value measurements are categorized in their entirety (Level 1, 2, or 3)?	____	____	✓
c. For Level 2 and Level 3 fair value measurements—			
i. The valuation technique(s) and inputs used in the measurement?	____	____	✓
ii. For periods beginning on or before December 15, 2016, any change in valuation technique (for example, from a market approach to an income approach or the use of an additional valuation technique) and the reason(s) for making the change?	____	____	✓
iii. For periods beginning after December 15, 2016, any change in either or both a valuation approach and a valuation technique (for example, from matrix pricing to the binomial model or the use of an additional valuation technique) and the reason(s) for making the change?	____	____	✓

	Disclosure Made? Yes	No	N/A
iv. For Level 3 fair value measurements, quantitative information about the significant unobservable inputs used in the measurement? (Disclosure is not required if quantitative unobservable inputs are not developed by the plan when measuring fair value, for example, when prices from prior transactions or third-party pricing information without adjustment is used. Quantitative unobservable inputs that are significant to the fair value measurement and that are reasonably available to the plan cannot be ignored.) [**NOTE**: This disclosure requirement is indefinitely deferred for investments in a *nonpublic sponsor's own equity securities* (including those of a nonpublic affiliate of the sponsor) held by a nonpublic employee benefit plan.] (FASB ASC 820-10-65-9)			✓
d. For Level 3 fair value measurements, a description of the valuation processes used including, for example, how the valuation policies and procedures are decided and how changes in fair value measurements are analyzed from period to period?			✓
e. If the highest and best use of a nonfinancial asset differs from its current use, the fact that the use is different and why the asset is being used differently from its highest and best use?			✓
f. Information sufficient to permit reconciliation of the fair value measurement disclosures for the various classes of assets and liabilities in items (a)–(e) to the line items in the statement of net assets available for benefits?			✓
g. If the disclosures in items (a)–(f) are not sufficient to help financial statement users assess the valuation techniques and inputs used to develop fair value measurements, has additional disclosure been made as necessary?			✓
3. Have the following been disclosed for each class of assets and liabilities not measured at fair value in the statement of net assets available for benefits but for which the fair value is disclosed: (FASB ASC 820-10-50-2E and 50-2F) (Nonpublic plans are not required to make this disclosure unless other GAAP requires it.)			
a. The level of the fair value hierarchy within which the fair value measurements are categorized in their entirety (Level 1, 2, or 3)?			✓
b. For Level 2 and Level 3 fair value measurements, a description of—			
i. The valuation technique(s) and inputs used in the measurement?			✓
ii. For periods beginning on or before December 15, 2016, any change in valuation technique (for example, from a market approach to an income approach or the use of an additional valuation technique) and the reason(s) for making the change?			✓
iii. For periods beginning after December 15, 2016, any change in either or both a valuation approach and a valuation technique (for example, from matrix pricing to the binomial model for the use of an additional valuation technique) and the reason(s) for making the change?			✓
c. If the highest and best use of a nonfinancial asset differs from its current use, the fact that the use is different and why the asset is being used differently from its highest and best use?			✓
FINANCIAL INSTRUMENTS			☐

	Disclosure Made? Yes	No	N/A
1. For fiscal years beginning after December 15, 2018, have financial assets and financial liabilities been separately presented by measurement category and form of financial asset (such as securities or loans and receivables) in the statement of net assets available for benefits or notes to the financial statements? (FASB ASC 825-10-45-1A)			✓
Concentrations of Credit Risk			☑
1. Have significant concentrations of credit risk from all financial instruments been disclosed, including the following about each significant concentration (whether from an individual counterparty or group of counterparties): (FASB ASC 825-10-50-21)			
a. Information about the activity, region, or economic characteristic that identifies the concentration?			
b. The maximum amount of loss due to credit risk that, based on the gross fair value of the financial instrument, the plan would incur if parties to the financial instruments that make up the concentration failed completely to perform according to the terms of the contracts and the collateral or other security, if any, proved to be of no value?			
c. The plan's policy of requiring collateral or other security to support financial instruments subject to credit risk?			
d. Information about the plan's access to collateral or other security?			
e. A description of the collateral or other security?			
f. The plan's policy of entering into master netting arrangements to mitigate the credit risk of financial instruments?			
g. Information about the master netting arrangements for which the plan is a party?			
h. A brief description of the terms of master netting arrangements, including the extent to which they would reduce the plan's maximum amount of loss due to credit risk?			
Fair Value of Financial Instruments			☑

NOTE: Except as noted in the following paragraph, these disclosures are optional for nonpublic plans that (a) have total assets on the financial statement date of less than $100 million and (b) have no instrument that, in whole or in part, is accounted for as a derivative during the reporting period. (FASB ASC 825-10-50-3) However, the disclosures for FAIR VALUE MEASUREMENTS would be required. In addition, the fair value disclosures required by *FASB ASC 825-10-50-10 through 50-16* (link) are not required for participant loans.

For periods after the adoption of ASU 2016-01, *Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities*, 401(k) plans will be exempt from the disclosure requirements related to the fair value of financial instruments in FASB ASC 825-10-50 . ASU 2016-01 is effective for fiscal years beginning after December 15, 2018. 401(k) plans may adopt the exemption early and elect to not make the following disclosures concerning the fair value of financial instruments in financial statements of fiscal years or interim periods that have not yet been made available for issuance.

2. Have the following disclosures about the fair value of financial instruments been made: (FASB ASC 825-10-50-3A ; 50-10 ; 50-16)

	Disclosure Made? Yes	No	N/A
a. Fair value of financial instruments for which it is practicable to estimate fair value?			
b. The methods and significant assumptions used to estimate the fair value of financial instruments?			
c. A description of any changes in method or assumptions during the period?			
d. The level of the fair value hierarchy within which the fair value measurements are categorized in their entirety (Level 1, 2, or 3)? (This disclosure is not required for financial instruments that are disclosed at fair value but are not measured at fair value in the statement of net assets available for benefits.)			
e. If it is not practicable to estimate the fair value of a financial instrument or a class of financial instruments, the reasons it is not practicable and information pertinent to estimating the fair value of the financial instrument or class of financial instruments, such as the carrying amount, effective interest rate, and maturity?			
3. Do the disclosures in Question No. 2a: (FASB ASC 825-10-50-11 and 50-12)			
a. Include the related carrying amounts in a format that makes it clear (1) whether the fair value and carrying amount represent assets or liabilities and (2) how the carrying amounts relate to what is reported in the statement of net assets available for benefits?			
b. Appear in a single note or, if disclosed in more than a single note, does one note include a summary table containing the fair value and related carrying amounts of all financial instruments and refer to the other required disclosures on fair value of financial instruments (FASB ASC 825)?			
4. Unless permitted to offset the carrying amounts in the statement of net assets available for benefits, does the plan disclose the fair value of financial instruments without netting the fair value with the fair value of other financial instruments? (FASB ASC 825-10-50-15)			
5. For securities lending agreements within a master trust, does the note disclosing the master trust investments include the collateral pledged as well as an offsetting liability for the return of the collateral? (Accepted practice)			
RELATED-PARTY AND PARTY-IN-INTEREST TRANSACTIONS			
Related-party Transactions			☐
1. Do disclosures of material related-party transactions include the following: (FASB ASC 850-10-50-1)			
a. The nature of the relationship(s)? (If necessary to an understanding of the effects of the transactions, the related party should be identified by name.)	✓		
b. A description of the transactions, including transactions to which no amounts or nominal amounts were ascribed, for each of the periods for which a statement of changes in net assets available for benefits is presented and such other information deemed necessary to an understanding of the effects of the transactions on the financial statements?	✓		
c. The dollar amounts of transactions for each of the periods for which statements of changes in net assets available for benefits are presented and the effects of any change in the method of establishing the terms from that used in the preceding period?	✓		

	Disclosure Made? Yes	No	N/A
d. Amounts due from or to related parties or parties in interest as of the date of each statement of net assets available for benefits presented and, if not otherwise apparent, the terms and manner of settlement?			✓
2. If representations are made that the related-party transactions were consummated on terms equivalent to those that prevail in arm's-length transactions, can such representations be substantiated? (FASB ASC 850-10-50-5)			✓
Party-in-interest Transactions			
3. Do disclosures include descriptions of agreements and significant real estate or other transactions between the plan and the following parties: [DOL Reg. 2520.103-1(b)(3)]			
a. The plan sponsor?			✓
b. Employer(s)?			✓
c. Employee organization(s)?			✓
d. The plan administrator?			✓
e. Persons known to be parties in interest?			✓
COMMITMENTS			☐
1. Are restricted amounts of cash appropriately segregated from other cash items? (FASB ASC 210-10-45-4)			✓
2. Are significant concentrations of credit risk arising from cash deposits in excess of federally insured limits disclosed? (The Federal Deposit Insurance Corporation Improvement Act of 1991 provides for FDIC insurance on a per-participant basis in certain instances.) (See FINANCIAL INSTRUMENTS—Concentrations of Credit Risk.)			✓
3. Is there appropriate disclosure of characteristics of insurance contracts that restrict the use of assets, for example, disclosure of: (AEBP, Para. 8.143d)			
a. Termination clauses (such as a market value determination adjustment) in an insurance contract?			✓
b. The plan's intention to dispose of or terminate an insurance contract, if the plan has indicated such an intention?			✓
c. An event that has affected the contract issuer that requires disclosure or caused plan management to report the investment in the insurance contract at less than contract value?			✓
4. Are commitments such as unused letters of credit properly disclosed? (FASB ASC 440-10-50-1)			✓
5. Are material lease commitments and other commitments disclosed? [DOL Reg. 2520.103-1(b)(3), also see LEASES IN FINANCIAL STATEMENTS OF LESSEES in Part II.]			✓
CONTINGENCIES, RISKS, AND UNCERTAINTIES			☐
Contingencies			

	Disclosure Made? Yes	No	N/A
1. Are the nature and amount of an accrued loss contingency disclosed in the financial statements if exposure to loss in excess of the amount accrued exists, or disclosure is necessary to keep the financial statements from being misleading? (This disclosure does not apply to loss contingencies arising from a plan's recurring estimation of its allowance for credit losses.) (FASB ASC 310-10-50-21 ; 450-20-50-2A ; 450-20-50-1 and 50-3)			✓
2. For loss contingencies not accrued, but when there is at least a reasonable possibility that a loss (or additional loss in excess of amounts accrued) may have occurred, do disclosures indicate: (This disclosure does not apply to loss contingencies arising from a plan's recurring estimation of its allowance for credit losses.) (FASB ASC 450-20-50-2A ; 450-20-50-4)			
a. Nature of contingency?			✓
b. Estimate of possible loss or range of loss, or a statement that such estimate cannot be made?			✓
3. Have contingencies that might result in gains been adequately disclosed but not reflected in the accounts so as not to recognize revenue prior to its realization? (FASB ASC 450-30-50-1)			✓
4. If it is at least reasonably possible that the effect on the financial statements of significant estimates involving contingencies (as referred to in Question Nos.1–3) will change within one year of the date of the financial statements due to one or more future confirming events and the effect of that change would be material to the financial statements, do the disclosures include an indication that it is at least reasonably possible that a change in estimate will occur in the near term? (FASB ASC 275-10-50-9) (**Note:** If the plan uses risk reduction techniques to mitigate losses or the uncertainty that may result from future events and, as a result, the preceding criteria are not met, the disclosures are encouraged but not required.)			✓
5. Is there disclosure of the potential effects of any contingencies on the plan as a result of engaging in a prohibited transaction, for example, a receivable arising from a fiduciary's responsibility to make good on any losses to the plan resulting from a breach of fiduciary duty and to restore to the plan any profits made through the fiduciary's use of the plan's assets? (AEBP, Para. 2.100)			✓
6. Has disclosure been made if there is a change from occurrence-based insurance to claims-made insurance, or insurance coverage has been eliminated or significantly reduced, and it is at least reasonably possible that a loss has been incurred? (FASB ASC 720-20-50-1)			✓
Significant Estimates Other Than Contingencies			
7. Have the following disclosures been made for significant estimates if, based on information available before the financial statements are available to be issued, it is at least reasonably possible that the estimates will change within one year of the date of the financial statements due to one or more confirming events and the effect of that change would be material: (FASB ASC 275-10-50-8 and 50-9) (**Note:** If the plan uses risk reduction techniques to mitigate losses or the uncertainty that may result from future events and, as a result, the preceding criteria are not met, the disclosures are encouraged but not required.)			
a. The nature of the uncertainty?			✓
b. An indication that it is at least reasonably possible that a change in the estimate will occur in the near term?			✓

	Disclosure Made? Yes	No	N/A
Concentrations			
8. Have concentrations, if any, and the general nature of the risk associated with each concentration been disclosed if, based on information known to management before the financial statements are available to be issued, the concentration exists at the financial statement date, the concentration makes the plan vulnerable to the risk of a near-term severe impact, and it is at least reasonably possible that the events that could cause the severe impact will occur in the near term. (FASB ASC 275-10-50-16 ; 50-18 ; 50-20)	✓		
Going Concern			☑
NOTE: Substantial doubt about an entity's ability to continue as a going concern is considered to exist when conditions and events, when considered together, indicate that it is probable that the entity will not be able to meet its obligations when due within one year after the date that the financial statements are available to be issued.			
9. If substantial doubt about the plan's ability to continue as a going concern is alleviated after considering management's plans, has information been disclosed to enable financial statement users to understand the following: (FASB ASC 205-40-50-12)			
a. The principal conditions or events that raised substantial doubt about the ability of the plan to continue as a going concern, prior to considering the plans of management?			
b. Management's evaluation of the significance of those conditions or events as they relate to the ability of the plan to meet its obligations?			
c. The plans that alleviated the substantial doubt?			
10. If substantial doubt about the plan's ability to continue as a going concern is not alleviated after considering management's plans, do the notes to the financial statements include the following: (FASB ASC 205-40-50-13)			
a. A statement indicating that there is substantial doubt about the ability of the plan to continue as a going concern within one year after the date that the financial statements are available to be issued?			
b. Information that enables financial statement users to understand the following:			
i. The principal conditions or events that raise substantial doubt about the ability of the plan to continue as a going concern?			
ii. Management's evaluation of the significance of those conditions or events as they relate to the ability of the plan to meet its obligations?			
iii. The plans intended to mitigate the conditions or events that raise substantial doubt?			
11. If conditions or events continue to raise substantial doubt about the ability of the plan to continue as a going concern in subsequent reporting periods, do the notes to the financial statements include the following: (FASB ASC 205-40-50-14)			
a. The disclosures in Question Nos. 9 and 10? (However, as additional information becomes available about relevant conditions or events and management's plans, disclosures should become more extensive.)			

	Disclosure Made? Yes	No	N/A
b. An explanation that provides appropriate context and continuity regarding how conditions or events have changed between reporting periods?			
12. In the period that substantial doubt no longer exists (before or after considering the plans of management), has disclosure been made about how the relevant conditions or events that raised substantial doubt were resolved? (FASB ASC 205-40-50-14)			
NONCOMPLIANCE WITH LAWS AND REGULATIONS AND PROHIBITED TRANSACTIONS			☑
1. If material earnings are derived from transactions involving violations of laws or regulations, or if such violations create significant unusual risks associated with material earnings, such as a loss of a significant business relationship, is that information disclosed? (Accepted practice; AU-C 250.A21 . Also, with respect to a prohibited transaction, see CONTINGENCIES, RISKS, AND UNCERTAINTIES.)			
CHANGES IN PRESENTATION OF COMPARATIVE STATEMENTS			☑
1. If, because of reclassifications or other reasons, changes have occurred in the manner of or the basis for presenting corresponding items in comparative statements, are the changes explained? (FASB ASC 205-10-50-1)			
SUBSEQUENT EVENTS			☐
1. For subsequent events that provide evidence about conditions that did not exist at the date of the statement of net assets available for benefits but arose after that date, are the following disclosed to keep the financial statements from being misleading: (FASB ASC 450-20-50-9 ; 855-10-50-2)			
a. The nature of the event?			✓
b. An estimate of its financial effect or range of loss, or a statement that such an estimate cannot be made?			✓
2. For significant nonrecognized subsequent events, has consideration been given to whether the disclosure can best be made through supplemental pro forma financial data either in the notes or in columnar form on the face of the financial statements? (FASB ASC 855-10-50-3)			✓
3. If a change in a plan's tax status becomes effective after year end but before the financial statements are available to be issued, are proper disclosures made? (FASB ASC 740-10-50-4)			✓
4. Have the disclosures for DATE OF MANAGEMENT'S REVIEW been made?	✓		
TERMINATING PLAN OR WASTING TRUST			☑
1. If a decision to terminate the plan has been made or a wasting trust exists, are the relevant circumstances disclosed in all subsequent financial statements issued by the plan? (FASB ASC 962-40-50-1)			
2. If the liquidation of the plan is deemed to be imminent before the end of the plan year, are the plan's year-end financial statements prepared using the liquidation basis of accounting? (FASB ASC 962-40-25-1)			
3. If a decision to terminate the plan has been made after the financial statement date but before the financial statements are available to be issued, has the termination decision been disclosed as a subsequent event if disclosure is necessary to keep the financial statements from being misleading? See SUBSEQUENT EVENTS.			

	Disclosure Made? Yes	No	N/A
4. Are the plan's financial statements prepared using the liquidation basis of accounting for periods ending after the determination that liquidation is imminent? (FASB ASC 962-40-25-2)			

REQUIRED SUPPLEMENTAL SCHEDULES ☐

Part IV of Schedule H to the Form 5500 asks several questions about the plan's operations. If questions 4b, 4c, or 4d are answered "Yes," the applicable part of Schedule G must be completed. If questions 4i or 4j are answered "Yes," supplemental schedules, not included in the Schedule G, must be prepared according to the instructions to Schedule H. Finally, if question 4a is answered "Yes," a schedule of delinquent participant contributions may be required to be attached to the Form 5500. If that schedule is required, it should be prepared using the format in the instructions to Schedules H or I of Form 5500.

Any information required to be disclosed in the required supplemental schedules, including Schedule G, must be disclosed in the schedules; disclosure of the information in the notes to the financial statements, but not the schedules, is not acceptable to the DOL or IRS.

If the supplemental schedules, including Schedule G, are applicable, they must be reported on by the auditor as supplemental information. The authors recommend attaching the supplemental schedules, including Schedule G, to both the audited financial statements and to Form 5500.

See the discussion of required supplemental schedules in section 610 of *PPC's Guide to Employee Benefit Plans* (link).

GENERAL

	Yes	No	N/A
1. Do each of the required supplemental schedules attached to Form 5500 include the following: (Section 3 of the instructions to the Form 5500)			
a. The plan's name?	✓		
b. The plan sponsor's employer identification number (EIN)?	✓		
c. The plan number (PN)?	✓		
d. At the top of each attachment, the schedule and line, if any (e.g., Schedule H, line 4i) to which the attachment relates?	✓		

SCHEDULE OF LOANS OR FIXED INCOME OBLIGATIONS IN DEFAULT OR CLASSIFIED AS UNCOLLECTIBLE ☑

1. Is Schedule G, Part I, presented if the plan had any loans or fixed income obligations in default or determined to be uncollectible as of the end of the plan year, including any of the following: (Instructions to Part I of Schedule G to the Form 5500)			
a. Obligations for which the required payments have not been made by the due date?			
b. Fixed income obligations that have matured but that have not been paid, for which it has been determined that payment will not be made?			
c. Loans that were in default, even if renegotiated later during the year?			

	Disclosure Made? Yes	No	N/A
2. Has an explanation of what steps have been taken or will be taken to collect overdue amounts for each loan listed been provided on a separate attachment?	____	____	____
SCHEDULE OF LEASES IN DEFAULT OR CLASSIFIED AS UNCOLLECTIBLE			☑
1. Is Schedule G, Part II, presented if there are any of the following: (Instructions to Part II of Schedule G of the Form 5500)			
a. Leases for which the required payment(s) has not been made (leases in default)?	____	____	____
b. Leases for which the required payments have not been made and for which there is little probability that payment will be made (uncollectible leases)?	____	____	____
2. Has an explanation of what steps have been taken or will be taken to collect overdue amounts for each lease listed been provided on a separate attachment?	____	____	____
SCHEDULE OF NONEXEMPT (PROHIBITED) TRANSACTIONS			☑
1. Is Schedule G, Part III, presented for any nonexempt (prohibited) transactions, regardless of whether they are disclosed in the auditor's report, unless the nonexempt transaction is: (a) statutorily exempt under Part 4 of Title 1 of ERISA, (b) administratively exempt under ERISA Section 408(a), (c) exempt under IRC Sections 4975(c) or 4975(d), (d) a transaction of a 103-12 IE with parties other than the plan, or (e) a delinquent participant contribution or a delinquent participant loan repayment reported on Schedule H, line 4a. Nonexempt transactions include any direct or indirect transactions of the following type: (Instructions to Part III of Schedule G of the Form 5500)			
a. Sale or exchange, or lease, of any property between the plan and a party in interest?	____	____	____
b. Lending of money or other extension of credit between the plan and a party in interest?	____	____	____
c. Furnishing of goods, services, or facilities between the plan and a party in interest?	____	____	____
d. Transfer to, or use by or for the benefit of, a party in interest, of any income or assets of the plan?	____	____	____
e. Acquisition, on behalf of the plan, of any employer security or employer real property in violation of ERISA Section 407(a)?	____	____	____
f. Dealing with the assets of the plan for a fiduciary's own interest or own account?	____	____	____
g. Acting in a fiduciary's individual or any other capacity in any transaction involving the plan on behalf of a party (or represent a party) whose interests are adverse to the interests of the plan or the interests of its participants or beneficiaries?	____	____	____
h. Receipt of any consideration for his or her own personal account by a party in interest who is a fiduciary from any party dealing with the plan in connection with a transaction involving the income or assets of the plan?	____	____	____
SCHEDULE H OR I, LINE 4A—SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS			☐

	Disclosure Made? Yes	No	N/A
1. Is a schedule of delinquent participant contributions presented if there was a failure to transmit to the plan any participant contributions within the time period described in DOL Reg. 2510.3-102? (Instructions to line 4a of Schedules H and I to the Form 5500)	✓		
2. Does the schedule of delinquent participant contributions have the following format: (Instructions to line 4a of Schedules H and I to the form 5500) (The following format is illustrated in Exhibit 6-5 of *PPC's Guide to Audits of Employee Benefit Plans* (link).)			
a. The title "Schedule H Line 4a—Schedule of Delinquent Participant Contributions" or "Schedule I Line 4a—Schedule of Delinquent Participant Contributions" as appropriate?	✓		
b. A column labeled "Participant Contributions Transferred Late to Plan" with the indicated information disclosed in the column?	✓		
i. Does this column include a row indicating, through use of a check box, whether late participant loan repayments are included in the schedule?	✓		
c. Three separate columns under a common heading spanning the length of all three columns labeled "Total that Constitutes Nonexempt Prohibited Transactions" with the following individual column headings and the indicated information disclosed in each column:			
i. "Contributions Not Corrected"?	✓		
ii. "Contributions Corrected Outside VFCP"?	✓		
iii. "Contributions Pending Correction in VFCP"?	✓		
d. A column labeled "Total Fully Corrected Under VFCP and PTE 2002-51" with the indicated information disclosed in the column?	✓		
SCHEDULE H, LINE 4I—SCHEDULE OF ASSETS (HELD AT END OF YEAR)			☐
1. Is a schedule of assets held at year end presented if the plan held investment assets on the last day of the plan year? (Instructions to line 4i of Schedule H to the Form 5500)	✓		
2. Does the schedule of assets held at year end present the investments aggregated and identified by: (Instructions to line 4i of Schedule H to the Form 5500)			
a. Issue?	✓		
b. Maturity date?	✓		
c. Rate of interest?			✓
d. Collateral?	✓		
e. Par or maturity value?	✓		
f. Cost and current value?	✓		
g. In the case of a loan, the payment schedule?			✓
3. Does the schedule of assets held at year end have the following or a similar format: (Instructions to line 4i of Schedule H to the Form 5500) (Exhibit 6-7 of *PPC's Guide to Audits of Employee Benefit Plans* (link) illustrates the following format.)			
a. The title "Schedule H, line 4i—Schedule of Assets (Held at End of Year)"?	✓		

	Disclosure Made?		
	Yes	No	N/A
b. A column labeled "(a)"?	✓		
i. An asterisk in this column on the line of each identified person known to be a party in interest?	✓		
c. A column labeled "(b) Identity of issue, borrower, lessor, or similar party" with the indicated information disclosed in the column?	✓		
d. A column labeled "(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value" with the indicated information disclosed in the column?	✓		
i. Does this column disclose any restriction on transferability of corporate securities including permitted lending of securities?			✓
e. A column labeled "(d) Cost" with the indicated information disclosed in the column? (Cost information may be omitted for participant-directed or beneficiary-directed transactions under an individual account plan.)	✓		
f. A column labeled "(e) Current value" with the indicated information disclosed in the column?	✓		
4. Does the schedule of assets held at year end include participant loans under an individual account plan with investment experience segregated for each account, that are secured solely by a portion of the participants' vested accrued benefit (such loans may be aggregated for purposes of reporting in the schedule)? (Instructions to line 4i of Schedule H to the Form 5500) For participant loans:	✓		
a. Is the identity of the borrower in Column (b) of the schedule entered as "Participant loans"?	✓		
b. Is the rate of interest in Column (c) of the schedule entered as the lowest rate and the highest rate charged during the plan year, for example, "8%–10%"?	✓		
c. Is the cost in Column (d) of the schedule entered as "-0-"?	✓		
d. Is the current value in Column (e) of the schedule entered as the total amount of the participant loans?	✓		
SCHEDULE H, LINE 4I—SCHEDULE OF ASSETS (ACQUIRED AND DISPOSED OF WITHIN YEAR)			☑
1. Is a schedule of assets that were purchased during the plan year and sold before the end of the plan year presented if the plan both purchased and sold investment assets during the plan year? (Instructions to line 4i of Schedule H to the Form 5500)			
2. Does the schedule of assets acquired and disposed of within the plan year have the following or a similar format: (Instructions to line 4i of Schedule H to the Form 5500) (Exhibit 6-7 of *PPC's Guide to Audits of Employee Benefit Plans* (link) illustrates the following format.)			
a. The title "Schedule H, line 4i—Schedule of Assets (Acquired and Disposed of Within Year)"?			
b. A column labeled "(a) Identity of issue, borrower, lessor, or similar party" with the indicated information disclosed in the column?			
c. A column labeled "(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value" with the indicated information disclosed in the column?			

	Disclosure Made? Yes	No	N/A
d. A column labeled "(c) Costs of acquisitions" with the indicated information disclosed in the column? (Cost information may be omitted for participant-directed or beneficiary-directed transactions under an individual account plan.)	____	____	____
e. A column labeled "(d) Proceeds of dispositions" with the indicated information disclosed in the column?	____	____	____
3. Does the schedule of assets acquired and disposed of within the plan year include participant loans under an individual account plan with investment experience segregated for each account, that are secured solely by a portion of the participants' vested accrued benefit (such loans may be aggregated for purposes of reporting in the schedule)? (Instructions to line 4i of Schedule H to the Form 5500) For participant loans:			
a. Is the identity of the borrower in Column (a) of the schedule entered as "Participant loans"?	____	____	____
b. Is the rate of interest in Column (b) of the schedule entered as the lowest rate and the highest rate charged during the plan year, for example, "8%–10%"?	____	____	____
c. Is the cost of acquisitions in Column (c) of the schedule entered as "-0-"?	____	____	____
d. Are the proceeds of dispositions in Column (d) of the schedule entered as "-0-"?	____	____	____
SCHEDULE H, LINE 4J—SCHEDULE OF REPORTABLE TRANSACTIONS			☑
1. Is a schedule of reportable transactions presented if there are any of the following:			
a. A single transaction within the plan year in excess of 5% of the current value of the plan assets?	____	____	____
b. Any series of transactions with, or in conjunction with, the same person, involving property other than securities, which amount in the aggregate within the plan year (regardless of the category of asset and the gain or loss on any transaction) to more than 5% of the current value of plan assets?	____	____	____
c. Any transaction within the plan year involving securities of the same issue if within the plan year any series of transactions with respect to such securities amount in the aggregate to more than 5% of the current value of plan assets?	____	____	____
d. Any transaction within the plan year with respect to securities with, or in conjunction with, a person if any prior or subsequent single transaction within the plan year with such person, with respect to securities, exceeds 5% of the current value of plan assets?	____	____	____
2. Does the schedule of reportable transactions have the following or a similar format: (Instructions to line 4j of Schedule H to the Form 5500) (Exhibit 6-8 of *PPC's Guide to Audits of Employee Benefit Plans* (link) illustrates the following format.)			
a. The title "Schedule H, line 4j—Schedule of Reportable Transactions"?	____	____	____
b. A column labeled "(a) Identity of party involved" with the indicated information disclosed in the column? (In the case of a purchase or sale of a security on the market, do not identify the person from whom purchased or to whom sold.)	____	____	____

	Disclosure Made? Yes	No	N/A
c. A column labeled "(b) Description of asset (include interest rate and maturity in case of a loan)" with the indicated information disclosed in the column?			
d. A column labeled "(c) Purchase price" with the indicated information disclosed in the column?			
e. A column labeled "(d) Selling price" with the indicated information disclosed in the column?			
f. A column labeled "(e) Lease rental" with the indicated information disclosed in the column?			
g. A column labeled "(f) Expense incurred with transaction" with the indicated information disclosed in the column?			
h. A column labeled "(g) Cost of asset" with the indicated information disclosed in the column?			
i. A column labeled "(h) Current value of asset on transaction date" with the indicated information disclosed in the column?			
j. A column labeled "(i) Net gain or (loss)" with the indicated information disclosed in the column?			

OTHER POSSIBLE DISCLOSURES

SPECIALIZED ACCOUNTING AND REPORTING PRINCIPLES

Have appropriate disclosures been made for: (These specialized disclosures are not included in Part II. If present, consult the appropriate standards.)

1. Foreign investments/operations? (FASB ASC 830-20 ; 830-30 and FASB ASC 815-35-50-1)			✓
2. Income taxes? (FASB ASC 740)			✓
3. Interim financial statements? (FASB ASC 250 ; 270 ; 740-270)			✓

SUBSEQUENT STANDARDS ISSUED

Page 2 provides information regarding the date through which this checklist has been updated, as well as the latest ASU through which the checklist is current. Additionally, it discusses certain ASUs that have not yet been incorporated throughout the checklist due to delayed effective dates. This checklist has also been updated through the 2017 Form 5500. Use the space provided below to list additional requirements as they are issued until this checklist is revised.

Standard	Description of Topic	Have the disclosure requirements been considered? Yes	No	N/A
ASU No. 2018-13	Fair Value Measurement (Topic 820): Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement	✓		
[ ]	[ ]			
[ ]	[ ]			
[ ]	[ ]			
[ ]	[ ]			
[ ]	[ ]			

Standard	Description of Topic	Have the disclosure requirements been considered? Yes	No	N/A
[ ]	[ ]	____	___	___

PART II OTHER DISCLOSURES

Review the following list of disclosures for applicability to your client. Indicate either "item present" or "item not present." If the item is present, complete the appropriate checklist page(s) from Part II.

	Item Present	Item Not Present
1. Accounting changes and correction of an error?		✓
2. Fair value option for financial assets and financial liabilities?		✓
3. Leases in financial statements of lessees?		✓
4. Lending activities and loan purchases?		✓
5. Liquidation basis of accounting?		✓
6. Mergers, plan?		✓
7. Nonmonetary transactions?		✓
8. Offsetting assets and liabilities?		✓
9. Transfers of financial assets?		✓
10. Troubled debt restructurings—creditors?		✓
11. Unconditional purchase obligations?		✓

PART II—OTHER DISCLOSURES

Instructions

Part I contains a checklist of Part II disclosures. If any of those Part II disclosures are present, complete the appropriate disclosure sections in Part II. Disclosure sections in Part II that are not applicable can be checked N/A by topic or deleted from the disclosure checklist.

	Disclosure Made?		
	Yes	No	N/A
ACCOUNTING CHANGES AND CORRECTION OF AN ERROR			☑
Change in Accounting Principle			☑
1. In the period in which the change is made—[Except as indicated in item (a), financial statements for subsequent periods are not required to repeat the disclosures in items (a)–(c).]			
a. Has the nature and reason for the change, including an explanation of why it is preferable, been disclosed? (When a change has no material effect in the change period, but is reasonably certain to have a material effect in later periods, this disclosure is required whenever the financial statements of the change period are presented.) (FASB ASC 250-10-50-1 and 50-2)	___	___	___
b. Has the method of applying the change been disclosed, including: (FASB ASC 250-10-50-1 and 50-2)			
i. A description of any prior-period information that has been retrospectively adjusted?	___	___	___
ii. The effect of the change on the net increase in net assets and any other affected financial statement line item for the current period and prior periods retrospectively adjusted?	___	___	___
iii. The cumulative effect of the change on net assets as of the beginning of the earliest period presented?	___	___	___
iv. The reasons and a description of the alternative method used to report the change when retrospective application to all prior periods is impracticable?	___	___	___
c. Has the following been disclosed if the indirect effects of a change in accounting principle are recognized: (FASB ASC 250-10-50-1 and 50-2)			
i. A description of the indirect effects of the change, including amounts that have been recognized in the current period?	___	___	___
ii. The amount of the total recognized indirect effects of the accounting change that are attributable to each prior period presented, unless impracticable?	___	___	___
Change in Accounting Estimate			☑
2. For a change in estimate that affects several future periods, has the effect on the net increase in net assets of the current period been disclosed? (FASB ASC 250-10-50-4)	___	___	___
3. Has disclosure been made of the effect, if material, on the net change in net assets for changes in estimates made each period in the ordinary course of accounting for items such as fair values of nonreadily marketable securities? (FASB ASC 250-10-50-4)	___	___	___

	Disclosure Made? Yes	No	N/A
4. If a change in accounting estimate has been effected by changing an accounting principle, have the disclosures in ACCOUNTING CHANGES AND CORRECTION OF AN ERROR—Change in Accounting Principle been made? (FASB ASC 250-10-50-4)	___	___	___
5. When a change in estimate has no material effect in the change period, but is reasonably certain to have a material effect in later periods, has a description of the change been disclosed whenever the financial statements of the change period are presented? (FASB ASC 250-10-50-4)	___	___	___
Change in the Reporting Entity			☑
6. In the period in which the change is made—[Except as indicated in item (a), financial statements for subsequent periods are not required to repeat the disclosures in items (a) and (b).] (FASB ASC 250-10-50-6)			
a. Do the financial statements for the period of the change describe the nature of the change and the reason for it? (When a change has no material effect in the change period, but is reasonably certain to have a material effect in later periods, this disclosure is required whenever the financial statements of the change period are presented.)	___	___	___
b. Has the effect of the change on the net increase in net assets been disclosed for all periods presented?	___	___	___
Corrections of Errors in Previously Issued Financial Statements That Have Been Restated			☑
7. In the period in which the change is made—[Financial statements for subsequent periods are not required to repeat the disclosures in items (a)–(g).]			
a. Has disclosure been made that the previously issued financial statements have been restated, along with a description of the nature of the error? (FASB ASC 250-10-50-7 and 50-10)	___	___	___
b. Has disclosure been made of the effect of the correction on each financial statement line item affected for each prior period presented? (FASB ASC 250-10-50-7)	___	___	___
c. Has the cumulative effect of the change on net assets as of the beginning of the earliest period presented been disclosed? (FASB ASC 250-10-50-10)	___	___	___
d. For single period financial statements, have the effects of a prior-period adjustment (gross and, if applicable, net of tax) on beginning net assets and on the net increase in net assets of the preceding period been disclosed? (FASB ASC 250-10-50-9)	___	___	___
e. For comparative financial statements, have the effects of a prior-period adjustment (gross and, if applicable, net of tax) on net increase in net assets for each period presented been disclosed? (FASB ASC 250-10-50-9)	___	___	___
f. If applicable, has the amount of income tax applicable to each prior-period adjustment been disclosed? (FASB ASC 250-10-50-9)	___	___	___
g. If a restated historical financial summary (commonly 5 or 10 years) is presented, has disclosure of the restatements been made in the first summary published after the adjustment? (FASB ASC 250-10-45-28)	___	___	___
Adoption of New Accounting Standards			☑

	Disclosure Made? Yes	No	N/A
8. In the period in which a new accounting standard is applied, have the disclosures in Part II, ACCOUNTING CHANGES AND CORRECTION OF AN ERROR—Change in Accounting Principle been made?	___	___	___
FAIR VALUE OPTION FOR FINANCIAL ASSETS AND FINANCIAL LIABILITIES			☑
1. Have assets and liabilities measured at fair value under the fair value option been reported separately from the carrying amounts of similar assets and liabilities measured using another measurement attribute by either (a) presenting the aggregate of fair value and non-fair-value amounts in the same line item in the statement of net assets available for benefits and parenthetically disclosing the amount measured at fair value included in the aggregate amount or (b) presenting two separate line items to display the fair value and non-fair-value carrying amounts? (FASB ASC 825-10-45-1 , 45-1B , and 45-2)	___	___	___
NOTE: Plans are encouraged to present the disclosures in Question Nos. 2 through 5 in combination with other fair value disclosures required by other standards.			
2. Have the following been disclosed for items measured at fair value under the fair value option as of each date for which a statement of net assets available for benefits is presented: (FASB ASC 825-10-50-28)			
a. Plan management's reasons for electing a fair value option for each eligible item or group of similar eligible items?	___	___	___
b. When the fair value option is elected for some but not all eligible items within a group of similar eligible items:			
i. A description of those similar items and the reasons for the partial election?	___	___	___
ii. Information to allow users to understand how the group of similar items relates to individual line items in the statement of net assets available for benefits?	___	___	___
c. For each line item in the statement of net assets available for benefits that includes an item(s) measured under the fair value option:			
i. Information to enable users to understand how each line item in the statement of net assets available for benefits relates to major classes of assets and liabilities presented in accordance with disclosures included in Part I, FAIR VALUE MEASUREMENTS?	___	___	___
ii. The aggregate carrying amount of items included in each line item in the statement of net assets available for benefits that are not eligible for the fair value option, if any?	___	___	___
d. For items for which the fair value option has been elected, the difference between the aggregate fair value and the aggregate unpaid principal balance of:			
i. Loans and long-term receivables (other than investments in debt securities) that have contractual principal amounts?	___	___	___
ii. Long-term debt instruments that have contractual principal amounts?	___	___	___
3. Have the following been disclosed for each statement of changes in net assets available for benefits period presented about items for which the fair value option has been elected: (FASB ASC 825-10-50-30)			

	Disclosure Made?		
	Yes	No	N/A
a. For each statement of net assets available for benefits line item, the amounts of gains and losses from fair value changes included in changes in net assets available for benefits during the period and the statement of changes in net assets available for benefits line item where such gains and losses are reported?	___	___	___
b. A description of how interest and dividends are measured and where they are reported in the statement of changes in net assets available for benefits?	___	___	___
c. For loans and other receivables held as assets—			
i. The estimated amount of gains or losses included in changes in net assets available for benefits during the period attributable to changes in instrument-specific credit risk?	___	___	___
ii. How gains or losses attributable to changes in instrument-specific credit risk were determined?	___	___	___
d. For fiscal years beginning on or before December 15, 2018, for liabilities with fair values that have been significantly affected during the reporting period by changes in the instrument-specific credit risk—			
i. The estimated amount of gains and losses from fair value changes included in changes in net assets available for benefits that are attributable to changes in the instrument-specific credit risk?	___	___	___
ii. Qualitative information about the reasons for those changes?	___	___	___
iii. How the gains and losses attributable to changes in instrument-specific credit risk were determined?	___	___	___
e. For fiscal years beginning after December 15, 2018, for liabilities for which the fair value option has been elected, the following information regarding the effects of and changes in the instrument-specific credit risk for each period for which a statement of changes in net assets available for benefits is presented: [FASB ASC 825-10-50-30(d)]			
i. Amount of the change of the fair value of the liability, during the period and cumulatively, that relates to changes in the instrument-specific credit risk?	___	___	___
ii. How the plan determined the gains and losses attributable to changes in instrument-specific credit risk?	___	___	___
4. For annual periods only, has the plan disclosed the methods and significant assumptions used to estimate the fair value of items for which the fair value option has been elected? (FASB ASC 825-10-50-31)	___	___	___
5. If the fair value option is elected at the time an event occurs that requires fair value measurement at that time but not subsequently, has the following been disclosed in the period of the election: (FASB ASC 825-10-50-32)			
a. Qualitative information about the nature of the event?	___	___	___
b. Quantitative information by statement of net assets available for benefits line item indicating which statement of changes in net assets available for benefits line items include the effect on changes in net assets available for benefits of initially electing the fair value option for an item?	___	___	___
6. Have the following transition disclosures been made in the period of adoption of ASU 2016-01: (FASB ASC 825-10-65-2)			
a. Nature of and reason for the change in accounting principle, including an explanation of the newly adopted principle?	___	___	___

	Disclosure Made? Yes	No	N/A
b. Method of applying the change?	___	___	___
c. If material, the effect of the adoption on any statement of net assets available for benefits item as of the beginning of the fiscal year of adoption?	___	___	___
d. Cumulative effect of the change on net assets as of the beginning of the fiscal year of adoption?	___	___	___
LEASES IN FINANCIAL STATEMENTS OF LESSEES			☑
NOTE: For periods after the adoption of ASU 2016-02, *Leases (Topic 842)*, mark the questions in this section (Question Nos. 1 through 8) as "N/A" and refer to the disclosure requirements in Part III of this checklist.			
Lessees—General			☑
1. Are the nature and extent of leasing transactions with related parties and parties in interest disclosed? (FASB ASC 840-10-50-1)	___	___	___
2. Has a general description of the plan's leasing arrangements been disclosed, including the following: (FASB ASC 840-10-50-2)			
a. The basis on which contingent rental payments are determined?	___	___	___
b. The existence and terms of renewal or purchase options and escalation clauses?	___	___	___
c. Restrictions imposed by lease agreements such as those concerning additional debt and further leasing?	___	___	___
Operating Leases			☑
3. Are the following disclosed for operating leases having initial or remaining noncancelable lease terms in excess of one year: (FASB ASC 840-20-50-2)			
a. Future minimum rental payments required as of the date of the latest statement of net assets available for benefits presented in the aggregate and for each of the five succeeding fiscal years?	___	___	___
b. The total amount of minimum rentals to be received in the future under noncancelable subleases as of the date of the latest statement of net assets available for benefits presented?	___	___	___
4. Has disclosure been made of rental expense for each period for which a statement of changes in net assets available for benefits is presented, with separate amounts for minimum rentals, contingent rentals, and sublease rental income? (**Note:** Rental payments under leases with terms of one month or less that were not renewed need not be included.) (FASB ASC 840-20-50-1)	___	___	___
LENDING ACTIVITIES AND LOAN PURCHASES			☑
Lending Activities—General			☑
1. If a plan anticipates prepayments of loan principal, is that policy and the significant assumptions underlying prepayment estimates disclosed? (FASB ASC 310-20-50-2)	___	___	___
Allowance for Credit Losses			☑

	Disclosure Made? Yes	No	N/A
2. For financing receivables (other than receivables measured at fair value with changes in fair value reported in the change in net assets; receivables measured at lower of cost or fair value; and lessor's net investments in leveraged leases), is there disclosure of the following, by portfolio segment: (Comparative disclosures are required for periods ending after initial adoption.) (*FASB ASC 310-10-50-11A through 50-11C* (link))			
a. Accounting policies and methodology used to estimate the allowance for credit losses, including:			
i. A description of the factors that influenced management's judgment, including historical losses and existing economic conditions?	___	___	___
ii. A discussion of risk characteristics relevant to each portfolio segment?	___	___	___
iii. Identification of any changes to the plan's accounting policies or methodology from the prior period and the plan's rationale for the change?	___	___	___
iv. A description of the policy for charging off uncollectible financing receivables?	___	___	___
b. The activity in the allowance for credit losses for each period, including the following:			
i. Balance at the beginning and end of each period?	___	___	___
ii. Current period provision?	___	___	___
iii. Direct write-downs charged against the allowance?	___	___	___
iv. Recoveries of amounts previously charged off?	___	___	___
c. The quantitative effect on the current period provision of any changes in the accounting policies or methodology from the prior period?	___	___	___
d. The amount of any significant purchases of financing receivables, sales of financing receivables, or reclassifications of financing receivables to held for sale during each reporting period?	___	___	___
e. The balance in the allowance for credit losses at the end of each period disaggregated on the basis of the plan's impairment method?	___	___	___
f. The recorded investment in financing receivables at the end of each period related to each balance in the allowance for credit losses, disaggregated on the basis of the plan's impairment methodology in the same manner as the disclosure in item (e)?	___	___	___
g. To disaggregate the information in items (e) and (f), is there separate disclosure of amounts collectively evaluated for impairment, amounts individually evaluated for impairment, and amounts related to loans acquired with deteriorated credit quality?	___	___	___
Credit Quality Information			☑
3. Is there disclosure of the following quantitative and qualitative information, by class of financing receivable: (This disclosure does not apply to receivables measured at fair value with changes in fair value reported in the change in net assets or receivables measured at lower of cost or fair value.) Comparative disclosures are required for periods ending after initial adoption. (*FASB ASC 310-10-50-27 through 50-30* (link))			
a. A description of the credit quality indicator?	___	___	___
b. The recorded investment in financing receivables by credit quality indicator?	___	___	___

	Disclosure Made? Yes	No	N/A
c. For each credit quality indicator, the date or range of dates when information for that credit quality indicator was updated?	___	___	___
d. If internal risk ratings are disclosed, qualitative information about how those internal risk ratings relate to the likelihood of loss?	___	___	___
e. If the disclosures in items (a)–(d) are not sufficient to enable financial statement users to (1) understand how and to what extent management performs ongoing monitoring of the credit quality of its financing receivables and (2) assess the quantitative and qualitative risks arising from the credit quality of financing receivables, additional disclosure as necessary?	___	___	___
Impaired Loans			☑
4. Has the following information about impaired loans been disclosed by class of financing receivable: [Restructured loans are not required to be included in disclosure items (a) and (b) in years after the restructuring, if the restructured loan's interest rate was comparable to a rate that the creditor would have accepted on other loans with similar risks and the restructured loan is not considered impaired based on the new terms.] (FASB ASC 310-10-50-15 ; 310-40-50-2)			
a. As of the date of each statement of net assets available for benefits presented:			
i. The recorded investment in impaired loans?	___	___	___
ii. The recorded investment in impaired loans that have a related allowance for credit losses?	___	___	___
iii. The recorded investment in impaired loans that do not have an allowance for credit losses?	___	___	___
iv. The total allowance for credit losses on impaired loans?	___	___	___
v. The total unpaid principal balance of the impaired loans?	___	___	___
b. For each period for which a statement of changes in net assets available for benefits is presented:			
i. The average recorded investment in the impaired loans?	___	___	___
ii. The related amount of interest income recognized for the time that the loans were impaired during the period?	___	___	___
iii. The amount of interest income recognized using a cash-basis method for the time that the loans were impaired during the period, if practical?	___	___	___
c. The plan's policy for recognizing interest income on impaired loans, including how cash receipts are recorded?	___	___	___
d. The plan's policy for determining which loans it assesses for impairment and the factors considered in determining that the loan is impaired?	___	___	___
5. If a plan recognizes the change in present value of impaired loans attributable to the passage of time as interest income (versus including it in bad debt expense), has the amount of interest income recognized been disclosed? (FASB ASC 310-10-50-19)	___	___	___
6. For each class of financing receivable, is the following disclosed for impaired loans (individually evaluated for impairment): (FASB ASC 310-10-50-14A)			
a. The accounting for impaired loans?	___	___	___
b. The amount of impaired loans?	___	___	___

	Disclosure Made? Yes	No	N/A
LIQUIDATION BASIS OF ACCOUNTING			☑
NOTE: The following requirements are applicable to plans that determine liquidation is imminent.			
1. At a minimum, are the following statements presented for a plan applying the liquidation basis of accounting: (FASB ASC 205-30-45-1)			
a. A statement of net assets in liquidation available for benefits?	___	___	___
b. A statement of changes in net assets in liquidation available for benefits?	___	___	___
2. During the course of liquidation, have the following been disclosed: (FASB ASC 205-30-50-1)			
a. All disclosures required by other GAAP that are necessary to understand the plan's statement of net assets in liquidation available for benefits and statement of changes in net assets in liquidation available for benefits?	___	___	___
b. Information about the amount of cash or other consideration expected to be collected?	___	___	___
c. Information about the amount of cash or other consideration the plan is required or expects to be required to pay?	___	___	___
3. Have the following been disclosed: (FASB ASC 205-30-50-2)			
a. The fact that the financial statements have been prepared using the liquidation basis of accounting?	___	___	___
b. The facts and circumstances concerning the adoption of the liquidation basis of accounting and the plan's determination that liquidation is imminent?	___	___	___
4. Has the plan provided a description of the plan for liquidation, including a description of the following: (FASB ASC 205-30-50-2)	___	___	___
a. How the plan intends to dispose of its assets and other items expected to be sold that had not previously been recognized as assets?	___	___	___
b. How the plan intends to settle its liabilities?	___	___	___
c. The date by which the plan expects the liquidation to be completed?	___	___	___
5. Have the methods and significant assumptions, including any subsequent changes, for measuring assets and liabilities been disclosed? (FASB ASC 205-30-50-2)	___	___	___
6. Have the following been disclosed: (FASB ASC 205-30-50-2)			
a. The type and amount of costs and income accrued in the statement of net assets in liquidation available for benefits?	___	___	___
b. The period over which the accrued costs and income are expected to be paid or earned?	___	___	___
7. If the current year financial statements are presented using the liquidation basis of accounting comparatively on the same financial statements with the prior-period statements presented on the ongoing basis, have disclosures been made explaining the change affecting comparability? (Q&A 6931.26 ; FASB ASC 205-10-50-1)	___	___	___

	Disclosure Made? Yes	No	N/A
8. Have other required disclosures been revised, as appropriate, to reflect changes in plan provisions, accounting policies, and laws and regulations due to the plan termination, such as the plan's tax status, vesting provisions, eligibility, and distribution provisions? (Q&A 6931.30)	___	___	___
MERGERS, PLAN			☑
1. Have the following disclosures been made: (Accepted practice)			
a. Name and description of the acquired plan?	___	___	___
b. Period for which the changes in net assets are included in the statement of changes in net assets available for benefits?	___	___	___
c. Total and details of net assets transferred from the acquired plan?	___	___	___
NONMONETARY TRANSACTIONS			☑
1. Are nonmonetary transactions disclosed adequately, including the nature of the transactions, the basis of accounting, and any related gains or losses? (FASB ASC 845-10-50-1)	___	___	___
OFFSETTING ASSETS AND LIABILITIES			☑
NOTE: The disclosures in Question Nos. 1–3 apply to recognized (1) repurchase agreements accounted for as collateralized borrowings and reverse repurchase agreements, and securities borrowing and securities lending transactions that are offset, and recognized (2) repurchase agreements and reverse repurchase agreements, and securities borrowing and securities lending transactions that are subject to an enforceable master netting arrangement or similar agreement, regardless of whether they are offset. (FASB ASC 210-20-50-1)			
1. Have the following been disclosed: (The disclosures should be presented in a tabular format, separately for assets and liabilities, unless another format is more appropriate.) (FASB ASC 210-20-50-3 and 50-4 ; 210-20-55-6)			
a. The gross amounts of those recognized assets and liabilities?	___	___	___
b. The amounts that have been offset to determine the net amounts presented in the statement of net assets available for benefits?	___	___	___
c. The net amounts presented in the statement of net assets available for benefits?	___	___	___
d. The amounts subject to an enforceable master netting arrangement or similar agreement not included in item 1(b), including the following: [The total amount disclosed for an instrument should not exceed the amount disclosed in item 1(c) for the instrument.]			
i. The amounts related to recognized financial instruments that plan management makes an accounting policy election not to offset or that do not meet some or all of the requirements to offset?	___	___	___
ii. The amounts related to financial collateral, including cash collateral?	___	___	___
e. The net amount after deducting the amounts in item 1(d) from the amounts in item 1(c)?	___	___	___

	Disclosure Made? Yes	No	N/A
2. Has a description been provided of the rights of setoff associated with recognized assets and liabilities subject to an enforceable master netting arrangement or similar agreement disclosed in item 1(d), including the nature of those rights? (FASB ASC 210-20-50-5)	___	___	___
3. If the disclosures required by Question No. 1 are not sufficient to enable financial statement users to evaluate the effect or potential effect of netting arrangements, including rights of setoff related to recognized assets and liabilities, on the plan's financial status, has additional disclosure been provided as necessary? (FASB ASC 210-20-50-2)	___	___	___
4. If the disclosures for offsetting are provided in more than a single note to the financial statements, has a cross-reference between those notes been provided? (FASB ASC 210-20-50-6)	___	___	___

TRANSFERS OF FINANCIAL ASSETS ☑

NOTE: Disclosures about transfers of financial assets may be reported in the aggregate for similar transfers if separate reporting would not provide more useful information. (This section does not provide disclosures for servicing assets and liabilities. See FASB ASC 860-50-50 for those disclosure requirements.)

General ☑

1. Do disclosures of the transferor—(FASB ASC 860-10-50-4A)			
a. Indicate how similar transfers are aggregated, if applicable?	___	___	___
b. Distinguish transfers that are accounted for as sales from those that are accounted for as secured borrowings?	___	___	___
2. If disclosures about transfers of financial assets are not sufficient for financial statement users to understand (a) a transferor's continuing involvement, if any, with transferred financial assets, (b) the nature of any restrictions on assets that relate to a transferred financial asset and the carrying amounts of those assets, and (c) for transfers accounted for as sales when the transferor has continuing involvement with the transferred financial assets and for transfers of financial assets accounted for as secured borrowings, how the transfer affects the plan's finances, has additional disclosure been made as necessary? Disclosures should be presented in a manner that clearly and fully explains the transferor's risk exposure related to transferred assets and any restrictions on its assets. (FASB ASC 860-10-50-3 , 50-4 , and 50-6)	___	___	___

Sales of Financial Assets ☑

NOTE: If specific disclosures for a particular form of a transferor's continuing involvement in transferred financial assets are required by other GAAP, the disclosures required by items 3(a), 3(b), and 4(a) should be made along with a cross-reference to the separate notes to the financial statements to allow users of the financial statements to understand the retained risks. The plan is not required to provide each specific disclosure required by item 3(c) and Question No. 4 if the disclosure is not required by other GAAP and the overall objectives of Question Nos. 3 and 4 are met. (The plan should assess whether the other disclosures required by Question Nos. 3 and 4 are necessary to meet the overall objectives of those questions.) (FASB ASC 860-20-50-2A)

	Disclosure Made? Yes	No	N/A
3. For transfers accounted for as sales when the transferor has continuing involvement with the transferred financial assets, have the following been disclosed for each statement of changes in net assets available for benefits presented? (FASB ASC 860-20-50-2 and 50-3)			
a. Characteristics of the transfer (including a description of the transferor's continuing involvement with the transferred financial assets, the nature and initial fair value of the assets obtained as proceeds and liabilities incurred in the transfer, and the gain or loss from the sale of transferred financial assets)?	___	___	___
b. For initial fair value measurements of assets obtained and liabilities incurred in the transfer:			
i. The level within the fair value hierarchy in which the fair value measurements fall, segregating fair value measurements using Level 1 inputs, Level 2 inputs, and Level 3 inputs?	___	___	___
ii. Key inputs and assumptions used in measuring the fair value of assets obtained and liabilities incurred as a result of the sale that relate to the transferor's continuing involvement (including, where applicable, quantitative information about discount rates, expected prepayments including the expected weighted-average life of prepayable financial assets, and anticipated credit losses, including expected static pool losses)?	___	___	___
iii. Valuation technique(s) used to measure fair value?	___	___	___
c. Cash flows between a transferor and transferee (including proceeds from new transfers, proceeds from collections reinvested in revolving-period transfers, purchases of previously transferred financial assets, servicing fees, and cash flows received from a transferor's beneficial interests)?	___	___	___
4. For transfers accounted for as sales when the transferor has continuing involvement with the transferred financial assets, have the following been disclosed for each statement of net assets available for benefits presented, regardless of when the transfer occurred? (FASB ASC 860-20-50-2 and 50-4)			
a. Qualitative and quantitative information about the transferor's continuing involvement with transferred financial assets that provides sufficient information about the reasons for the continuing involvement, the continuing risks related to the transferred financial assets, and the extent to which the transferor's risk profile has changed as a result of the transfer (including credit risk, interest rate risk, and other risks), including:			
i. Total principal amount outstanding, the amount that has been derecognized, and the amount that continues to be recognized in the statement of net assets available for benefits?	___	___	___
ii. Terms of arrangements that could require the transferor to provide financial support to the transferee or its beneficial interest holders, including events or circumstances that could expose the transferor to loss and the amount of the maximum exposure to loss?	___	___	___
iii. Whether the transferor has provided financial or other support to the transferee or its beneficial interest holders during the periods presented that was not previously contractually required, or assisted the transferee or its beneficial interest holders in obtaining support, including the type, amount, and reasons for providing the support?	___	___	___

	Disclosure Made? Yes	No	N/A
iv. Information about any liquidity arrangements, guarantees, or other commitments provided by third parties related to the transferred financial assets that may affect the transferor's exposure to loss or risk of the transferor's interest? (**Note:** This disclosure is encouraged but not required.)	___	___	___
b. Accounting policies for subsequently measuring assets or liabilities that relate to the continuing involvement with the transferred financial assets?	___	___	___
c. Key inputs and assumptions used in measuring the fair value of assets or liabilities related to the transferor's continuing involvement (including, where applicable, quantitative information about discount rates, expected prepayments including the expected weighted-average life of prepayable financial assets, and anticipated credit losses, including expected static pool losses)?	___	___	___
d. For interests in the transferred financial assets, a sensitivity analysis or stress test showing the hypothetical effect on the fair value of those interests of two or more unfavorable variations from the expected levels for each key assumption reported in item (c), independent from changes in other key assumptions, and a description of the objectives, methodology, and limitations of the sensitivity analysis or stress test?	___	___	___
e. Information about the asset quality of transferred financial assets and any other assets managed together with them, separated between assets that have been derecognized and assets that continue to be recognized in the statement of net assets available for benefits (for example, information on receivables would include delinquencies at the end of the period and credit losses, net of recoveries, during the period)?	___	___	___
NOTE: The following disclosures apply to transactions accounted for as a sale that comprise both (1) a transfer of financial assets to a transferee, and (2) an agreement entered into in connection with the initial transfer that results in the transferor keeping substantially all of the exposure to the economic return on the transferred financial assets throughout the transaction term. (FASB ASC 860-20-50-4A)			
5. To provide an understanding of the transactions' nature, the transferor's continuing exposure to transferred financial assets, and the presentation of the transaction components in the financial statements, have the following been disclosed for outstanding transactions at the reporting date by type of transaction: (FASB ASC 860-20-50-4D)			
a. Carrying amount of assets derecognized as of the derecognition date?	___	___	___
b. If amounts that have been derecognized have significantly changed from amounts derecognized in prior periods or are not representative of the activity during the period, a discussion of the reasons for the change?	___	___	___
c. Amount of gross cash proceeds that the transferor received for the assets derecognized as of the derecognition date?	___	___	___
d. Information about the transferor's ongoing exposure to the economic return on the transferred financial assets, including:			
i. Fair value of assets derecognized by the transferor as of the reporting date?	___	___	___
ii. Amounts reported in the statement of net assets available for benefits that arose from the transaction (such as the carrying value or fair value of forward repurchase agreements)?	___	___	___

	Disclosure Made? Yes	No	N/A
e. A description of the arrangements that resulted in the transferor retaining substantially all of the exposure to the economic return on the transferred financial assets along with associated risks?	___	___	___
Secured Borrowing and Collateral			☑
6. Has the following been disclosed about financial assets the plan has accepted as collateral and is permitted to sell or repledge: (FASB ASC 860-30-50-1A)			
a. The collateral's fair value as of the date of each statement of net assets available for benefits presented?	___	___	___
b. The fair value, as of the date of each statement of net assets available for benefits presented, of the portion of the collateral that has been sold or repledged?	___	___	___
c. Information about the sources and uses of the collateral?	___	___	___
7. If the plan enters into repurchase agreements or securities lending transactions, has its policy for requiring collateral or other security been disclosed? (FASB ASC 860-30-50-1A)	___	___	___
8. To provide an understanding of the nature and risks of short-term collateralized financing obtained through repurchase agreements, securities lending transactions, and repurchase-to-maturity transactions accounted for as secured borrowings at the reporting date, have the following been disclosed for each period about the collateral pledged and the related risks to which the transferor retains exposure after the transfer: (FASB ASC 860-30-50-7)			
a. A disaggregation of the gross obligation by class of collateral pledged? (The appropriate level of disaggregation and classes should be determined based on the nature, characteristics, and risks of the collateral pledged.)	___	___	___
b. A reconciliation of total borrowings under the agreements to the amount of the gross liability for repurchase agreements and securities lending transactions disclosed in accordance with item 1a of Part II, OFFSETTING ASSETS AND LIABILITIES, before any adjustments for offsetting? (Any difference between the gross obligation disclosed under this item and the amount disclosed under that item 1a should be presented as a reconciling item.)	___	___	___
c. Remaining contractual maturity of repurchase agreements, securities lending transactions, and repurchase-to-maturity transactions?	___	___	___
d. Discussion of the potential risks associated with the agreements and associated pledged collateral, including obligations arising from a decline in the fair value of the pledged collateral and how risks are managed?	___	___	___
9. Have the disclosures in Part II, OFFSETTING ASSETS AND LIABILITIES, been made for (a) recognized repurchase agreements and reverse repurchase agreements both accounted for as a collateralized borrowing and (b) recognized securities borrowing and lending transactions that are offset or subject to an enforceable master netting arrangement or similar agreement? (FASB ASC 860-30-50-8)	___	___	___
TROUBLED DEBT RESTRUCTURINGS—CREDITORS			
1. Has the amount of any commitments to lend additional funds to debtors owing receivables whose terms have been modified in troubled debt restructurings been disclosed? (FASB ASC 310-40-50-1)	___	___	___

	Disclosure Made? Yes	No	N/A
2. For each period for which a statement of changes in net assets available for benefits is presented, is the following disclosed about troubled debt restructurings of financing receivables: (This disclosure applies only to a creditor's troubled debt restructurings of financing receivables. A creditor's modification of a lease receivable that meets the definition of a troubled debt restructuring is subject to this disclosure guidance. This disclosure does not apply to receivables measured at fair value with changes in fair value reported in the change in net assets or receivables measured at lower of cost or fair value.) (*FASB ASC 310-10-50-31 through 50-34* (link))			
a. For restructurings that occurred during the period—			
i. By class of financing receivable, qualitative and quantitative information about how the financing receivables were modified and the financial effects of the modifications?	___	___	___
ii. By portfolio segment, qualitative information about how such modifications are factored into the determination of the allowance for credit losses?	___	___	___
b. For financing receivables modified as troubled debt restructurings within the previous 12 months and for which there was a payment default during the period:			
i. By class of financing receivable, qualitative and quantitative information about those defaulted financing receivables, including the types of financing receivables that defaulted and the amount of financing receivables that defaulted?	___	___	___
ii. By portfolio segment, qualitative information about how such defaults are factored into the determination of the allowance for credit losses?	___	___	___
3. Have the appropriate disclosures for impaired loans been made? (See LENDING ACTIVITIES AND LOAN PURCHASES—Impaired Loans.)	___	___	___
UNCONDITIONAL PURCHASE OBLIGATIONS			☑
1. For unconditional purchase obligations that are not recorded on the purchaser's statement of net assets available for benefits, is the following information disclosed: (FASB ASC 440-10-50-4)			
a. The nature and terms of the obligation(s)?	___	___	___
b. The amount of the fixed and determinable portion of the obligation(s) as of the date of the latest statement of net assets available for benefits presented and, if determinable, for each of the five succeeding fiscal years?	___	___	___
c. The nature of any variable components of the obligation(s)?	___	___	___
d. Amounts purchased under the obligation(s) for each period for which a statement of changes in net assets available for benefits is presented?	___	___	___

PART III—DISCLOSURES REQUIRED BY SIGNIFICANT, RECENTLY ISSUED ASUS WITH DELAYED EFFECTIVE DATES

	Disclosure Made? Yes	No	N/A

Instructions: Part III lists the disclosure requirements from ASU 2016-02, *Leases (Topic 842)*. This part of the checklist should be completed for periods after the adoption of that standard. Disclosure requirements listed in Part III that are not applicable can be checked N/A by topic or deleted from the disclosure checklist. Some disclosure requirements included in Part II of this checklist have been amended or superseded by ASU 2016-02. Those requirements have been identified in the sections labeled "Part II Amended and Superseded Disclosures" below. **Those disclosures should not be made.** Instead, the disclosures in this part of the checklist should be made, as applicable. Users should mark any superseded or amended disclosure requirements listed in Part II as "N/A" and include a reference to Part III.

LEASES—EXPLANATORY COMMENTS ☑

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. When effective, the ASU will supersede FASB ASC 840, Leases , and add Topic 842, *Leases*, to the FASB ASC. For employee benefit plans that do not file financial statements with the U.S. Securities and Exchange Commission (SEC), ASU 2016-02 is effective for fiscal years beginning after December 15, 2019. Early application is permitted.

Part II Amended and Superseded Disclosures

The disclosure requirements in Part II for Leases in Financial Statements of Lessees, Question Nos. 1 and 2, were amended or superseded by ASU 2016-02, and such disclosures **should not be made** if this part of the checklist is completed. Instead, mark the disclosure requirements as "N/A" in Part II and include a reference to Part III.

LEASES IN FINANCIAL STATEMENTS OF LESSEES ☑

Lessees–General

1. Have the following been presented in the statement of net assets available for benefits or disclosed in the notes to the financial statements: (NOTE: Operating lease right-of-use assets and finance lease right-of-use assets cannot be presented in the same line item in the statement of net assets available for benefits. Similarly, operating lease liabilities and finance lease liabilities are prohibited from being presented in the same line item in the statement of net assets available for benefits.) (FASB ASC 842-20-45-1 and 45-3)

   a. Operating lease right-of-use assets and finance lease right-of-use assets separate from each other and from other assets? ___ ___ ___

   b. Operating lease liabilities and finance lease liabilities separate from each other and from other liabilities? ___ ___ ___

2. If operating lease and finance lease right-of-use assets and lease liabilities have not been presented separately in the statement of net assets available for benefits, has disclosure been made of which line items in the statement of net assets available for benefits include those right-of-use assets and lease liabilities? (NOTE: Operating lease right-of-use assets and finance lease right-of-use assets cannot be presented in the same line item in the statement of net assets available for benefits. Similarly, operating lease liabilities and finance lease liabilities are prohibited from being presented in the same line item in the statement of net assets available for benefits.) (FASB ASC 842-20-45-2 and 45-3) ___ ___ ___

	Disclosure Made? Yes	No	N/A
3. In the statement of changes in net assets available for benefits: (FASB ASC 842-20-45-4)			
a. For operating leases, has lease expense been included in changes in net assets available for benefits?	___	___	___
b. For finance leases, has interest expense on the lease liability and amortization of the right-of-use asset been presented consistent with the presentation of other interest expense and amortization or depreciation of similar assets? (NOTE: Interest expense on the lease liability and amortization of the right-of-use asset are not required to be presented as separate lines.)	___	___	___

NOTE: The following disclosures should allow financial statement users to assess the amount, timing, and uncertainty of cash flows resulting from leases. To satisfy that objective, qualitative and quantitative information should be disclosed about (1) the plan's leases, (2) significant judgments that were made in applying GAAP related to leases, and (3) the related amounts recognized in the financial statements. Consideration should be given to the level of detail needed to satisfy the disclosure objective and the degree of emphasis placed on each disclosure requirement. Disclosures should be aggregated or disaggregated to ensure that useful information is not obscured by including a large amount of detail that is not significant or by aggregating items with differing characteristics. (FASB ASC 842-20-50-1 and 50-2)

4. Has information about the following been disclosed: (FASB ASC 842-20-50-3)			
a. The nature of the plan's leases (with the separate identification of information relating to subleases, as applicable), including:			
i. General description of the leases?	___	___	___
ii. For variable lease payments, the basis and terms and conditions on which the payments are determined?	___	___	___
iii. The existence, terms, and conditions of any options to extend or terminate a lease, including a narrative discussion about the options that are recognized as part of the plan's right-of-use assets and lease liabilities and those that are not?	___	___	___
iv. For residual value guarantees provided by the plan, the existence, terms, and conditions of such guarantees?	___	___	___
v. Restrictions or covenants imposed by leases, such as those pertaining to incurring additional debt?	___	___	___
b. Leases that have yet to commence but that create significant rights and obligations for the plan, including the nature of any involvement with the underlying asset's construction or design?	___	___	___
c. Significant assumptions and judgments made in the application of GAAP for leases, which may include those relating to the: (Additional disclosures may be required.)			
i. Determination of whether a contract includes a lease?	___	___	___
ii. Allocation of the contract consideration between lease and nonlease components?	___	___	___
iii. Determination of the lease discount rate?	___	___	___
5. For each period presented, have the following amounts been disclosed relating to the total lease cost (whether recognized in changes in net assets available for benefits or capitalized as part of the cost of another asset) and cash flows from leasing transactions: (FASB ASC 842-20-50-4)			

	Disclosure Made?		
	Yes	No	N/A
a. Operating lease cost?	___	___	___
b. Finance lease cost, with separate disclosure of the amortization of the right-of-use assets and interest on the lease liabilities?	___	___	___
c. Variable lease cost?	___	___	___
d. Gross sublease income (separate from the finance or operating lease expense)?	___	___	___
e. The following, segregated between finance and operating leases:			
i. Cash paid for amounts included in the measurement of lease liabilities?	___	___	___
ii. Supplemental noncash information on lease liabilities resulting from obtaining right-to-use assets?	___	___	___
iii. Weighted-average remaining lease term?	___	___	___
iv. Weighted-average discount rate?	___	___	___
6. Have the following been disclosed: (FASB ASC 842-20-50-6)			
a. A maturity analysis of finance lease liabilities and operating lease liabilities separately, with undiscounted cash flows presented on an annual basis for a minimum of each of the first five years and a total of the amounts for the remaining years?	___	___	___
b. A reconciliation of the undiscounted cash flows to the finance lease liabilities and operating lease liabilities recognized in the statement of net assets available for benefits?	___	___	___
7. Have the applicable disclosures in PART I, RELATED-PARTY AND PARTY-IN-INTEREST TRANSACTIONS, and Question No. 4 in Part I, RECEIVABLES, been made for lease transactions between related parties? (FASB ASC 842-20-50-7)	___	___	___
8. When the plan has made the accounting policy election to account for a short-term lease by recognizing the lease payments in changes in net assets on a straight-line basis over the term of the lease and variable lease payments in the period in which the obligation for the payments is incurred, have the following been disclosed: (FASB ASC 842-20-50-4 and 50-8)			
a. The fact that the election has been made?	___	___	___
b. The short-term lease cost for each period presented (excluding amounts relating to leases with a lease term of one month or less)?	___	___	___
c. When applicable, the fact that the short-term lease expense for the period does not reasonably reflect the plan's short-term lease commitments, along with the amount of the short-term lease commitments?	___	___	___
9. When the plan has made the accounting policy election to not separate lease components from nonlease components when allocating contract consideration, have the following been disclosed? (FASB ASC 842-20-50-9)	___	___	___
a. The fact that the election has been made?	___	___	___
b. Which class or classes of underlying assets to which the election has been applied?	___	___	___
Transition Disclosures			☑
10. Have the following transition disclosures been made in the period of adoption of ASU 2016-02: (FASB ASC 842-10-65-1)			

	Disclosure Made? Yes	No	N/A
a. The disclosures in Part II, ACCOUNTING CHANGES AND CORRECTION OF AN ERROR—Change in Accounting Principle, except for the disclosures required by item 1(b)(2) of that section?	___	___	___
b. If applicable, the fact that the plan used one or more of the practical expedients specified in FASB ASC 842-10-65-1(f) , (g) , or (gg) ?	___	___	___

SEILER LLP
CERTIFIED PUBLIC ACCOUNTANTS

DRAFT FINANCIAL STATEMENT TRANSMITTAL AND APPROVAL

Client: Hacienda Motors, Ltd. DBA Mercedes-Benz of Pleasanton 401(k) Plan
F/S Date: December 31, 2017

Dear Client,

Generally accepted auditing standards emphasize that management is responsible for establishing and maintaining internal controls, including monitoring, and for the fair presentation in the financial statements of financial position, results of operations, and cash flows, including the notes to financial statements and supplementary information, in conformity with U.S. generally accepted accounting principles. Management is also responsible for management decisions and functions; for designating an individual with suitable skill, knowledge, or experience to oversee any outsourced services, including assistance provided by the auditor, for evaluating the adequacy and results of those services and accepting responsibility for them.

As part of the audit, we participated in the preparation of a draft of the financial statements, including the related notes to the financial statements. In order to provide oversight of the financial statement preparation services at the appropriate level, please indicate that the following procedures have been performed as evidence of your review and approval of the draft financial statements. If several individuals are responsible for reviewing the financial statements, you may indicate each level of review on a different form or make notations below:

Procedure

- ❑ Reconcile general ledger amounts to the draft financial statements.
- ❑ Review supporting information for adjusting journal entries and approve the entries.
- ❑ Review the adequacy of financial statement disclosures (you may wish to request the completed disclosure checklist to assist you with this step).
- ❑ Review and approve implementation of new accounting standards.
- ❑ Review and approve the schedules and calculations supporting amounts included in the notes to financial statements.
- ❑ Apply analytical review procedures to the draft financial statements.
- ❑ Perform other procedures as considered necessary by management.
- ❑ Complete subsequent events review.

I have reviewed and have approved the draft of the financial statements and adjusting journal entries.

Name: _____ Title: _____ Date: _____

Additional notes / comments: _____

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

01-JAN-17 to 31-DEC-17

INVESTMENT OPTION	MATURITY DATE	INTEREST RATE	COST OF ASSETS	CURRENT VALUE
1SRINCK			26,561.11	30,416.75
1S2015K			65,169.85	75,649.95
1S2020K			3,353.81	4,083.76
1S2025K			1,714.92	2,161.58
1S2030K			160,331.26	182,906.96
1S2040K			75,722.54	87,256.95
1S2050K			189.01	192.08
1S2055K			3,053.06	3,197.37
1RERGX			34,316.28	36,576.71
1SGACEK			12,304.04	14,356.37
1SREASC			42,848.05	48,893.95
1HSRUX			52,767.92	57,664.23
1MVSSX			23,339.17	28,990.10
1SVRSCS			17,678.62	23,903.41
1MEFZX			92,415.54	100,130.25
1MVCKX			76,830.57	88,265.57
1SMCNLC			463,570.97	638,749.64
1HACAX			86,149.55	94,784.89
1JDVWX			22,818.68	27,062.31
1SSP5IK			525,171.64	699,325.66
1DRVBAL			2,384,514.15	2,958,595.89
1MWTSX			14,068.61	13,931.19
1SUSBIC			1.09	1.11
1DRVINC			184,263.62	189,334.69
			4,369,154.06	**5,406,431.37**
PARTICIPANT LOANS	VARIOUS	4.250-5.250	172,056.09	172,295.74
FORFEITURES			513.72	514.59

Attachment to Form 5500, Schedule H, Part 4, Item I
EIN # 94-3035344

SCHEDULE OF ASSETS (HELD AT END OF YEAR)

HACIENDA MOTORS, LTD. DBA MERCEDES-BENZ OF PLEASANTON 401(K) PLAN

01-JAN-17 to 31-DEC-17

INVESTMENT OPTION	MATURITY DATE	INTEREST RATE	COST OF ASSETS	CURRENT VALUE

LEGEND

INVESTMENT OPTION:

1SRINCK	SSgA Target Retirement Income NL Fund K	1S2015K	SSgA Target Retirement 2015 NL Fund K
1S2020K	SSgA Target Retirement 2020 NL Fund K	1S2025K	SSgA Target Retirement 2025 NL Fund K
1S2030K	SSgA Target Retirement 2030 NL Fund K	1S2040K	SSgA Target Retirement 2040 NL Fund K
1S2050K	SSgA Target Retirement 2050 NL Fund K	1S2055K	SSgA Target Retirement 2055 NL Fund K
1RERGX	American Funds EuroPacific Gr R6	1SGACEK	SSgA Global All Cap Equity ex-US Index K
1SREASC	SSgA Real Asset Fund Class C	1HSRUX	Carillon Eagle Small Cap Growth R6
1MVSSX	Victory Integrity Small-Cap Value R6	1SVRSCS	SSgA Russell Small Cap Index Fd Class S
1MEFZX	MassMutual Select Mid Cap Growth I	1MVCKX	MFS Mid Cap Value R6
1SMCNLC	SSgA S&P MidCap Index Fund Class C	1HACAX	Harbor Capital Appreciation Instl
1JDVWX	JHancock Disciplined Value R6	1SSP5IK	SSgA S&P 500 Index Fund Class K
1DRVBAL	Drive Balanced Fund	1MWTSX	Metropolitan West Total Return Bond Plan
1SUSBIC	SSgA U.S. Bond Index Fund Class C	1DRVINC	Drive Income Fund

COST OF ASSETS: The original cost of the assets in each investment option as of the last day of the plan year
CURRENT VALUE: The value of all assets in each investment option as of the last day of the plan year