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
- [ ] 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
COOLSYS, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1991

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)

COOLSYS, INC.

145 S. STATE COLLEGE BLVD. STE. 200
BREA, CA 92821

2b Employer Identification Number (EIN)
82-0852708

2c Plan Sponsor's telephone number
714-510-9615

2d Business code (see instructions)
811310

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	BETH GOLDSTEIN
	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 [X] Same as Plan Sponsor	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor 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:	**4b** EIN	33-0975720
a Sponsor's name SOURCE REFRIGERATION & HVAC, INC.	**4d** PN	001
c Plan Name SOURCE REFRIGERATION & HVAC, INC. 401(K) PLAN		
5 Total number of participants at the beginning of the plan year	**5**	1459
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)**	1122
a(2) Total number of active participants at the end of the plan year	**6a(2)**	1509
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	526
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	2035
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1
f Total. Add lines **6d** and **6e**.	**6f**	2036
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1821
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	206
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

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

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

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

a Pension Schedules

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

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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
COOLSYS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
COOLSYS, INC.

D Employer Identification Number (EIN)
82-0852708

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).. . . . . [X] 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

ALLIANCEBERNSTEIN

13-3191825

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

AMERICAN FUNDS

95-1411037

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

EATON VANCE

04-2718215

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

FIDELITY INVESTMENTS

06-1194217

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

JANUS

43-1804048

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

MASSMUTUAL

04-1590850

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

MFS

04-2747644

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

NUVEEN

36-3817266

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

VANGUARD

23-1945930

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

WESTERN ASSET

52-1200960

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

(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)

WELLS FARGO BANK, N.A.

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 50 62 64	SERVICE PROVIDER	10092	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

ALLIANT RETIREMENT SERVICES, LLC

33-0785439

(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?
16 50	SERVICE PROVIDER	7500	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 [ ]

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

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
COOLSYS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
COOLSYS, INC.

D Employer Identification Number (EIN)
82-0852708

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: RELIANCE TRUST STABLE VALUE FUND

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

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)
46-6625485-002	C	4228550

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

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

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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

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
COOLSYS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
COOLSYS, INC.

D Employer Identification Number (EIN)
82-0852708

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3965276	
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	1318796	1470552
(9) Value of interest in common/collective trusts	1c(9)		4228550
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	39887951	46351328
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	45172023	52050430
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	45172023	52050430

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)	1261039	
	(B) Participants	2a(1)(B)	4130872	
	(C) Others (including rollovers)	2a(1)(C)	244741	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		5636652
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	218	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	64468	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		64686
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1464878	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1464878
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		17229
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		6716655
c Other income	2c		-172971
d Total income. Add all **income** amounts in column (b) and enter total	2d		13727129
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	7679518	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		7679518
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	73156	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		73156
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		7752674
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5974455
l Transfers of assets:			
(1) To this plan	2l(1)		903952
(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: RSM US LLP **(2)** EIN: 42-0714325

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

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

Part IV Compliance Questions

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

During the plan year:

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

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		3000000
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)
LEGACY AIR 401(K)	30-0006820	001

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
COOLSYS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
COOLSYS, INC.

D Employer Identification Number (EIN)
82-0852708

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): 41-6257133 04-6568107

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):

CoolSys, Inc. 401(k) Plan

(Formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan)

Financial Report
December 31, 2017

THE POWER OF BEING UNDERSTOOD
AUDIT | TAX | CONSULTING

RSM

Contents

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RSM US LLP

Independent Auditor's Report

To the Investment Committee
CoolSys, Inc. 401(k) Plan
Brea, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the CoolSys, Inc. 401(k) Plan (the Plan), formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, the related statement of changes in net assets available for benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3 to the financial statements, which was certified or provided by Wells Fargo Bank, N.A., the current trustee of the Plan, and Fidelity Management Trust Company, the former trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustees held the Plan's assets and executed transactions. The Plan Administrator has obtained a certification from the current trustee for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and the former trustee from January 1, 2017, to October 31, 2017, and as of December 31, 2016, that the information provided to the Plan Administrator by the trustees is complete and accurate.

Disclaimer of Opinion

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

RSM US LLP is the U.S. member firm of RSM International, a global network of independent audit, tax, and consulting firms. Visit rsmus.com/aboutus for more information regarding RSM US LLP and RSM International.

Emphasis of Matter
As discussed in Note 1 to the financial statements, the Legacy Air 401(k) Plan was merged into the Plan effective July 19, 2017. Our disclaimer of opinion is not modified with respect to this matter.

Other Matter
The supplemental schedule of assets (held at end of year) as of December 31, 2017, required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, is presented for the purposes of additional analysis and is not a required part of the financial statements. The supplemental schedule is the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance With the Department of Labor's Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified or provided by the current and former trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

RSM US LLP

Los Angeles, California
October 12, 2018

CoolSys, Inc. 401(k) Plan

Statements of Net Assets Available for Benefits
December 31, 2017 and 2016

	2017	2016
Assets		
Participant-directed investments, at fair value (Note 3)	**$ 50,579,878**	$ 43,853,227
Receivables:		
Notes from participants (Note 3)	**1,470,552**	1,318,796
Total assets	**52,050,430**	45,172,023
Liabilities		
Excess contributions payable	**41,169**	42,600
Net assets available for benefits (Note 8)	**$ 52,009,261**	$ 45,129,423

See notes to financial statements.

CoolSys, Inc. 401(k) Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2017

Additions to net assets attributable to:	
Investment income (Note 3):	
Net appreciation in fair value of investments	$ 6,560,913
Interest and dividend	1,465,096
	8,026,009
Interest income on notes receivable from participants (Note 3)	64,468
Contributions:	
Employer	1,261,039
Participant	4,089,703
Rollover	244,741
	5,595,483
Total additions	13,685,960
Deductions from net assets attributable to:	
Benefits paid	7,636,918
Administrative expenses	73,156
Total deductions	7,710,074
Transfer from other plan (Note 1)	903,952
Net increase	6,879,838
Net assets available for benefits:	
Beginning of year	45,129,423
End of year	$ 52,009,261

See notes to financial statements.

Note 1. Plan Description

Plan description: The following description of the CoolSys, Inc. 401(k) Plan (the Plan), formerly the Source Refrigeration & HVAC, Inc. 401(k) Plan, provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering substantially all employees of CoolSys, Inc. (the Company or the Plan Sponsor), formerly Source Refrigeration & HVAC, Inc.; Exact Temp Refrigeration, Inc.; Refrigeration Systems of Texas; DHR Mechanical Services-Georgia, Inc.; Legacy Air, Inc.; and CRM, LLC. Employees are eligible to participate in the Plan upon completion of two months of service. Certified Refrigeration & Mechanical, LLC (CRM) was acquired by the Plan Sponsor in October 2017 and eligible employees of CRM LLC were granted prior service credit in the Plan. The 401(k) plan of CRM, LLC was terminated on April 30, 2018. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was most recently amended in November 2017 to reflect the change in the trustee and recordkeeper effective November 1, 2017.

The Plan automatically enrolls eligible participants into the Plan. Participants will have 3 percent of all eligible compensation deferred upon automatic enrollment unless eligible participants modify their deferral rate or waive participation in the Plan.

Plan merger: On May 16, 2017, Legacy Air HVAC, LLC (Legacy) was acquired by Source Holding Corporation, the Plan's sponsor, and effective July 19, 2017, the Legacy plan was merged with the Plan. As a result, net assets of $903,952, were transferred to the control of the Plan effective July 19, 2017. The transfer of assets was completed on July 19, 2017. Eligible employees of Legacy could begin accessing their accounts in the plan after the blackout period was over. Prior service of the eligible employees of the Legacy Plan received credit in the Plan. The merger does not impact participant benefits as the benefit provisions were incorporated in the Plan.

Change of trustee and record-keeper: The Plan's trustee, asset custodian and record-keeper was Fidelity Management Trust Company (Fidelity). Effective November 1, 2017, the Plan changed its trustee, custodian and record-keeper from Fidelity to Wells Fargo Bank, N.A. (Wells). The Plan's investments and transactions were held and processed by Fidelity for the period from January 1, 2017, through October 31, 2017, and as of December 31, 2016. The Plan's investments and transactions were held and processed by Wells for the period from November 1, 2017, through December 31, 2017, and as of December 31, 2017.

Participant contributions: Each year, subject to Plan and Internal Revenue Code (IRC) provisions, participants may contribute up to 60 percent of pretax annual compensation, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

Company contributions: Matching contributions are discretionary. The Company eliminated matching contributions effective November 1, 2009. Effective January 1, 2011, the matching contribution rate was approved to 100 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation. Effective August 1, 2011, the matching contribution rate was changed to 50 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation.

The Company's total matching contributions were $1,404,952 for the year ended December 31, 2017, of which $143,913 was applied from forfeitures.

Note 1. Plan Description (Continued)

Additional Company contributions may be contributed at the option of the Company's Board of Directors. No such additional contributions were declared for the Plan year ended December 31, 2017.

Participant accounts: Each participant's account is credited with the participant's contribution, allocations of the Company's contribution, if any, and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if applicable. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investment options: Participants directed the investment of all contributions into various investment options offered by the Plan. The participants may change their investment options at any time.

Vesting: Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of service. Participants are vested in Company contributions at 20 percent after one year of service and 20 percent for each year thereafter until 100 percent vested after five years of service.

Forfeitures: Forfeitures of Company contributions are utilized as a reduction of Company contributions and Plan expenses. Forfeitures used to offset Company contributions were $143,913 during the year ended December 31, 2017. There was approximately $22,510 in forfeitures used to offset Plan expenses during the year ended December 31, 2017. As of December 31, 2017 and 2016, there was approximately $67,025 and $127,624, respectively, in unallocated forfeitures.

Notes receivable from participants: Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. The notes are secured by the balance in the participant's account. As of December 31, 2017, the rate of interest on outstanding loans ranges from 4.25 percent to 7.75 percent with various maturities through July 2030. Principal and interest are paid ratably through payroll deductions.

Payment of benefits: When eligible, a participant may receive a lump-sum amount equal to the value of the participant's vested interest in his or her account, in accordance with the Plan.

Administrative expenses: Certain administrative expenses incidental to the administration of the Plan, including fees of the administrative agent not paid by the Company, are paid by the Plan.

Note 2. Significant Accounting Policies

Basis of accounting: The accompanying financial statements of the Plan are prepared on the accrual basis of accounting.

Fair value measurements: The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lower priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described below:

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

Note 2. Significant Accounting Policies (Continued)

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 inputs for the asset or liability.

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

Following are descriptions of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2017 or 2016.

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

Common/collective trusts: Units held in common/collective trusts are valued using the NAV as a practical expedient to estimate fair value. The NAV is used as a practical expedient to estimate fair value, which is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding. The NAV of a common/collective investment is calculated based on a compilation of primarily observable market information. The number of units of the trust that are outstanding on the calculation date is derived from observable purchase and redemption activity in the trust.

Use of estimates: The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported amount of additions and deductions during the reporting period. Actual results could differ from those estimates.

Investment valuation and income recognition: The Plan's investments were held by the Plan's former trustee, Fidelity, and current trustee, Wells. 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 Plan Administrator determines the Plan's valuation policies utilizing information provided by the trustee.

Note 2. Significant Accounting Policies (Continued)

Dividend income is recorded on the ex-dividend date and is included in interest and dividends in the statement of changes in net assets available for benefits. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Net appreciation includes the Plan's gains and 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. Delinquent loans are treated as distributions based on upon the terms of the Plan document.

Corrective distributions: Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability, with a corresponding reduction to contributions. The Plan distributed the 2016 excess contributions to the applicable participants prior to March 15, 2017.

Payment of benefits: Benefits are recorded when paid.

Subsequent events: The Plan Administrator has evaluated subsequent events through October 12, 2018, the date the financial statements were available to be issued.

Note 3. Information Certified or Provided by Wells and Fidelity

The following is a summary of the Plan's asset information as of December 31, 2017 and 2016, and for the year ended December 31, 2017, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the former and current trustee, Fidelity and Wells, respectively, and furnished to the Plan Administrator. The Plan Administrator has obtained a certification from the former trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2016, and for the period from January 1, 2017, through October 31, 2017. The Plan Administrator has also obtained a certification from the current trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2017, and for the period from November 1, 2017, through December 31, 2017. Accordingly, as permitted by 29 CFR 2520.103-8 of the U.S. Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information in Note 3 and the supplemental schedule related to the following assets at December 31:

	2017	2016
Investments at fair value	$ 46,351,328	$ 43,853,227
Notes receivable from participants	1,470,552	1,318,796

Wells and Fidelity also certified the completeness and accuracy of the following for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and for the period from January 1, 2017, to October 31, 2017, and as of December 31, 2016, respectively:

	Wells	Fidelity
Net appreciation	$ 775,800	$ 5,785,113
Interest and dividend income	452,730	1,012,366
Interest income on notes receivables from participants	12,405	51,964

Note 3. Information Certified or Provided by Wells and Fidelity (Continued)

Additionally, the following tables set forth, by level within the fair value hierarchy, the Plan's assets at fair value as of December 31:

	2017			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 46,351,328	$ -	$ -	$ 46,351,328
	$ 46,351,328	$ -	$ -	46,351,328
Investments measured at NAV				4,228,550
Investments at fair value				$ 50,579,878

	2016			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 43,853,227	$ -	$ -	$ 43,853,227

Fair value of investments in certain entities that calculate NAV per share or its equivalent: The following sets forth additional disclosures of the Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2017:

Investment	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Reliance Trust Stable Value Fund (a)	$ 4,228,550	None	Daily	None

(a) The fund's objective is the safety and preservation of principal and accumulated interest for participant-initiated transactions. The interest credited to balances in the fund will reflect both current market conditions and performance of the underlying investments in the fund.

There were no transfers in or out of Levels 1, 2 or 3 during the years ended December 31, 2017 or 2016.

Note 4. Related-Party Activity and Administrative Expenses

Certain Plan investments are managed by Wells or its affiliates, or Fidelity or its affiliates. Wells is the current trustee and Fidelity is the former trustee, as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions, for which an exemption exists. Notes receivable from Plan participants and the related interest income are also considered party-in-interest transactions.

Certain administrative functions are performed by employees of the Company. No such officer or employee receives compensation from the Plan. Certain record-keeping, consulting and other administrative fees are paid by the Plan. Certain administrative expenses may be paid directly by the Company.

Note 5. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

Note 6. Tax Status

The Plan has adopted a nonstandardized form of a volume submitter plan sponsored by Wells. The volume submitter plan has received an opinion letter dated March 31, 2014, from the IRS as to the volume submitter document's qualified status. The volume submitter document's opinion letter has been relied upon by this Plan. The Plan Administrator believes the Plan is currently designed in compliance with the applicable provisions of the IRC and will take all reasonable actions necessary to maintain the qualified status of the Plan and operate the Plan in compliance with the provisions of the IRC.

Note 7. Risk and Uncertainties

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

Note 8. Reconciliation to the Form 5500

The following table reconciles the financial statement amounts to the Form 5500 as of December 31:

	2017	2016
Net assets available for benefits per the financial statements	$ 52,009,261	$ 45,129,423
Plus corrective distributions	41,169	42,600
Net assets available for benefits per the Form 5500	$ 52,050,430	$ 45,172,023

The following is a reconciliation of contributions and deductions from net assets available for benefits in the accompanying statement of changes in net assets available for benefits to the Form 5500 filed for the Plan year ended December 31, 2017:

Total contribution per the financial statements	$ 5,595,483
Plus current-year excess contribution payable	41,169
Total contributions per the Form 5500	$ 5,636,652
Total deductions per the financial statements	$ 7,710,074
Plus prior-year excess contribution payable	42,600
Total deductions per the Form 5500	$ 7,752,674

CoolSys, Inc. 401(k) Plan

Schedule of Assets (Held at End of Year)
December 31, 2017

Identity of Issuer	Description of Investment	Current Value
RELIANCE TRUST STABLE VALUE FUND	Common Collective Trust	$ 4,228,550
AMERICAN NEW PERSPECT CL R6 #2607	Mutual Fund	52,955
EATON VANCE-ATLANTA SMID-R6 #1016	Mutual Fund	2,219,825
FIDELITY SPARTAN INTL ADV FUND #1522	Mutual Fund	321,389
FIDELITY 500 INDEX FUND-PRM CL#1523	Mutual Fund	2,407,844
JANUS HNDRSN TRITON-N #1474	Mutual Fund	20,348
MASSMUTUAL SEL BL CH GR-I	Mutual Fund	5,809,095
MFS INSTL INTL EQUITY FD #403	Mutual Fund	3,048,538
MFS MID CAP VALUE FUND-R6 #4837	Mutual Fund	3,358,923
NUVEEN SMALL CAP VALUE FD-I #6742	Mutual Fund	70,448
VANGUARD EQUITY INCOME - ADM #565	Mutual Fund	2,231,816
VANGUARD MID CAP INDEX-ADM #5859	Mutual Fund	405,967
VANGUARD SMALL CAP INDEX FD-ADM #548	Mutual Fund	958,980
AB GLOBAL BOND Z #2955	Mutual Fund	207
VANGUARD INTM TRM BD INDX-ADM #5314	Mutual Fund	18,121
WESTERN ASSET CORE BD FUND-S #2275	Mutual Fund	3,441,333
AMERICAN BALANCED FUND-R6 #2611	Mutual Fund	944,708
AMERICAN 2010 TARGET RET-R6 #2661	Mutual Fund	1,400,760
AMERICAN 2015 TARGET RET-R6 #2662	Mutual Fund	288,628
AMERICAN 2020 TARGET RET-R6 #2663	Mutual Fund	2,866,634
AMERICAN 2025 TARGET RET-R6 #2664	Mutual Fund	2,995,931
AMERICAN 2030 TARGET RET-R6 #2665	Mutual Fund	3,374,906
AMERICAN 2035 TARGET RET-R6 #2666	Mutual Fund	3,023,884
AMERICAN 2040 TARGET RET-R6 #2667	Mutual Fund	2,999,355
AMERICAN 2045 TARGET RET-R6 #2668	Mutual Fund	1,761,921
AMERICAN 2050 TARGET RET-R6 #2669	Mutual Fund	1,460,542
AMERICAN 2055 TARGET RET-R6 #2682	Mutual Fund	626,571
AMERICAN 2060 TARGET RET-R6 #2683	Mutual Fund	241,699
* Participant loans	Interest rates ranging from 4.25% to 7.75%, maturing through July 2030	1,470,552
		$ 52,050,430

* Represents a party in interest.

The above information was certified by Wells Fargo Bank, N.A., trustee.

CoolSys, Inc. 401(k) Plan

(Formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan)

Financial Report
December 31, 2017

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RSM US LLP

Independent Auditor's Report

To the Investment Committee
CoolSys, Inc. 401(k) Plan
Brea, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the CoolSys, Inc. 401(k) Plan (the Plan), formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, the related statement of changes in net assets available for benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3 to the financial statements, which was certified or provided by Wells Fargo Bank, N.A., the current trustee of the Plan, and Fidelity Management Trust Company, the former trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustees held the Plan's assets and executed transactions. The Plan Administrator has obtained a certification from the current trustee for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and the former trustee from January 1, 2017, to October 31, 2017, and as of December 31, 2016, that the information provided to the Plan Administrator by the trustees is complete and accurate.

Disclaimer of Opinion

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

RSM US LLP is the U.S. member firm of RSM International, a global network of independent audit, tax, and consulting firms. Visit rsmus.com/aboutus for more information regarding RSM US LLP and RSM International.

Emphasis of Matter
As discussed in Note 1 to the financial statements, the Legacy Air 401(k) Plan was merged into the Plan effective July 19, 2017. Our disclaimer of opinion is not modified with respect to this matter.

Other Matter
The supplemental schedule of assets (held at end of year) as of December 31, 2017, required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, is presented for the purposes of additional analysis and is not a required part of the financial statements. The supplemental schedule is the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance With the Department of Labor's Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified or provided by the current and former trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

RSM US LLP

Los Angeles, California
October 12, 2018

CoolSys, Inc. 401(k) Plan

Statements of Net Assets Available for Benefits
December 31, 2017 and 2016

	2017	2016
Assets		
Participant-directed investments, at fair value (Note 3)	**$ 50,579,878**	$ 43,853,227
Receivables:		
Notes from participants (Note 3)	**1,470,552**	1,318,796
Total assets	**52,050,430**	45,172,023
Liabilities		
Excess contributions payable	**41,169**	42,600
Net assets available for benefits (Note 8)	**$ 52,009,261**	$ 45,129,423

See notes to financial statements.

CoolSys, Inc. 401(k) Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2017

Additions to net assets attributable to:	
Investment income (Note 3):	
Net appreciation in fair value of investments	$ 6,560,913
Interest and dividend	1,465,096
	8,026,009
Interest income on notes receivable from participants (Note 3)	64,468
Contributions:	
Employer	1,261,039
Participant	4,089,703
Rollover	244,741
	5,595,483
Total additions	13,685,960
Deductions from net assets attributable to:	
Benefits paid	7,636,918
Administrative expenses	73,156
Total deductions	7,710,074
Transfer from other plan (Note 1)	903,952
Net increase	6,879,838
Net assets available for benefits:	
Beginning of year	45,129,423
End of year	$ 52,009,261

See notes to financial statements.

Note 1. Plan Description

Plan description: The following description of the CoolSys, Inc. 401(k) Plan (the Plan), formerly the Source Refrigeration & HVAC, Inc. 401(k) Plan, provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering substantially all employees of CoolSys, Inc. (the Company or the Plan Sponsor), formerly Source Refrigeration & HVAC, Inc.; Exact Temp Refrigeration, Inc.; Refrigeration Systems of Texas; DHR Mechanical Services-Georgia, Inc.; Legacy Air, Inc.; and CRM, LLC. Employees are eligible to participate in the Plan upon completion of two months of service. Certified Refrigeration & Mechanical, LLC (CRM) was acquired by the Plan Sponsor in October 2017 and eligible employees of CRM LLC were granted prior service credit in the Plan. The 401(k) plan of CRM, LLC was terminated on April 30, 2018. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was most recently amended in November 2017 to reflect the change in the trustee and recordkeeper effective November 1, 2017.

The Plan automatically enrolls eligible participants into the Plan. Participants will have 3 percent of all eligible compensation deferred upon automatic enrollment unless eligible participants modify their deferral rate or waive participation in the Plan.

Plan merger: On May 16, 2017, Legacy Air HVAC, LLC (Legacy) was acquired by Source Holding Corporation, the Plan's sponsor, and effective July 19, 2017, the Legacy plan was merged with the Plan. As a result, net assets of $903,952, were transferred to the control of the Plan effective July 19, 2017. The transfer of assets was completed on July 19, 2017. Eligible employees of Legacy could begin accessing their accounts in the plan after the blackout period was over. Prior service of the eligible employees of the Legacy Plan received credit in the Plan. The merger does not impact participant benefits as the benefit provisions were incorporated in the Plan.

Change of trustee and record-keeper: The Plan's trustee, asset custodian and record-keeper was Fidelity Management Trust Company (Fidelity). Effective November 1, 2017, the Plan changed its trustee, custodian and record-keeper from Fidelity to Wells Fargo Bank, N.A. (Wells). The Plan's investments and transactions were held and processed by Fidelity for the period from January 1, 2017, through October 31, 2017, and as of December 31, 2016. The Plan's investments and transactions were held and processed by Wells for the period from November 1, 2017, through December 31, 2017, and as of December 31, 2017.

Participant contributions: Each year, subject to Plan and Internal Revenue Code (IRC) provisions, participants may contribute up to 60 percent of pretax annual compensation, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

Company contributions: Matching contributions are discretionary. The Company eliminated matching contributions effective November 1, 2009. Effective January 1, 2011, the matching contribution rate was approved to 100 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation. Effective August 1, 2011, the matching contribution rate was changed to 50 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation.

The Company's total matching contributions were $1,404,952 for the year ended December 31, 2017, of which $143,913 was applied from forfeitures.

Note 1. Plan Description (Continued)

Additional Company contributions may be contributed at the option of the Company's Board of Directors. No such additional contributions were declared for the Plan year ended December 31, 2017.

Participant accounts: Each participant's account is credited with the participant's contribution, allocations of the Company's contribution, if any, and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if applicable. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investment options: Participants directed the investment of all contributions into various investment options offered by the Plan. The participants may change their investment options at any time.

Vesting: Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of service. Participants are vested in Company contributions at 20 percent after one year of service and 20 percent for each year thereafter until 100 percent vested after five years of service.

Forfeitures: Forfeitures of Company contributions are utilized as a reduction of Company contributions and Plan expenses. Forfeitures used to offset Company contributions were $143,913 during the year ended December 31, 2017. There was approximately $22,510 in forfeitures used to offset Plan expenses during the year ended December 31, 2017. As of December 31, 2017 and 2016, there was approximately $67,025 and $127,624, respectively, in unallocated forfeitures.

Notes receivable from participants: Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. The notes are secured by the balance in the participant's account. As of December 31, 2017, the rate of interest on outstanding loans ranges from 4.25 percent to 7.75 percent with various maturities through July 2030. Principal and interest are paid ratably through payroll deductions.

Payment of benefits: When eligible, a participant may receive a lump-sum amount equal to the value of the participant's vested interest in his or her account, in accordance with the Plan.

Administrative expenses: Certain administrative expenses incidental to the administration of the Plan, including fees of the administrative agent not paid by the Company, are paid by the Plan.

Note 2. Significant Accounting Policies

Basis of accounting: The accompanying financial statements of the Plan are prepared on the accrual basis of accounting.

Fair value measurements: The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lower priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described below:

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

Note 2. Significant Accounting Policies (Continued)

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 inputs for the asset or liability.

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

Following are descriptions of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2017 or 2016.

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

Common/collective trusts: Units held in common/collective trusts are valued using the NAV as a practical expedient to estimate fair value. The NAV is used as a practical expedient to estimate fair value, which is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding. The NAV of a common/collective investment is calculated based on a compilation of primarily observable market information. The number of units of the trust that are outstanding on the calculation date is derived from observable purchase and redemption activity in the trust.

Use of estimates: The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported amount of additions and deductions during the reporting period. Actual results could differ from those estimates.

Investment valuation and income recognition: The Plan's investments were held by the Plan's former trustee, Fidelity, and current trustee, Wells. 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 Plan Administrator determines the Plan's valuation policies utilizing information provided by the trustee.

Note 2. Significant Accounting Policies (Continued)

Dividend income is recorded on the ex-dividend date and is included in interest and dividends in the statement of changes in net assets available for benefits. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Net appreciation includes the Plan's gains and 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. Delinquent loans are treated as distributions based on upon the terms of the Plan document.

Corrective distributions: Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability, with a corresponding reduction to contributions. The Plan distributed the 2016 excess contributions to the applicable participants prior to March 15, 2017.

Payment of benefits: Benefits are recorded when paid.

Subsequent events: The Plan Administrator has evaluated subsequent events through October 12, 2018, the date the financial statements were available to be issued.

Note 3. Information Certified or Provided by Wells and Fidelity

The following is a summary of the Plan's asset information as of December 31, 2017 and 2016, and for the year ended December 31, 2017, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the former and current trustee, Fidelity and Wells, respectively, and furnished to the Plan Administrator. The Plan Administrator has obtained a certification from the former trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2016, and for the period from January 1, 2017, through October 31, 2017. The Plan Administrator has also obtained a certification from the current trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2017, and for the period from November 1, 2017, through December 31, 2017. Accordingly, as permitted by 29 CFR 2520.103-8 of the U.S. Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information in Note 3 and the supplemental schedule related to the following assets at December 31:

	2017	2016
Investments at fair value	$ 46,351,328	$ 43,853,227
Notes receivable from participants	1,470,552	1,318,796

Wells and Fidelity also certified the completeness and accuracy of the following for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and for the period from January 1, 2017, to October 31, 2017, and as of December 31, 2016, respectively:

	Wells	Fidelity
Net appreciation	$ 775,800	$ 5,785,113
Interest and dividend income	452,730	1,012,366
Interest income on notes receivables from participants	12,405	51,964

Note 3. Information Certified or Provided by Wells and Fidelity (Continued)

Additionally, the following tables set forth, by level within the fair value hierarchy, the Plan's assets at fair value as of December 31:

	2017			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 46,351,328	$ -	$ -	$ 46,351,328
	$ 46,351,328	$ -	$ -	46,351,328
Investments measured at NAV				4,228,550
Investments at fair value				$ 50,579,878

	2016			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 43,853,227	$ -	$ -	$ 43,853,227

Fair value of investments in certain entities that calculate NAV per share or its equivalent: The following sets forth additional disclosures of the Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2017:

Investment	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Reliance Trust Stable Value Fund (a)	$ 4,228,550	None	Daily	None

(a) The fund's objective is the safety and preservation of principal and accumulated interest for participant-initiated transactions. The interest credited to balances in the fund will reflect both current market conditions and performance of the underlying investments in the fund.

There were no transfers in or out of Levels 1, 2 or 3 during the years ended December 31, 2017 or 2016.

Note 4. Related-Party Activity and Administrative Expenses

Certain Plan investments are managed by Wells or its affiliates, or Fidelity or its affiliates. Wells is the current trustee and Fidelity is the former trustee, as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions, for which an exemption exists. Notes receivable from Plan participants and the related interest income are also considered party-in-interest transactions.

Certain administrative functions are performed by employees of the Company. No such officer or employee receives compensation from the Plan. Certain record-keeping, consulting and other administrative fees are paid by the Plan. Certain administrative expenses may be paid directly by the Company.

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Although it has not expressed any intent to do so, the Company has the right under the Plan to terminate the Plan, subject to the provisions of ERISA. In the event of Plan termination, participants will become 100 percent vested in their accounts.

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The Plan has adopted a nonstandardized form of a volume submitter plan sponsored by Wells. The volume submitter plan has received an opinion letter dated March 31, 2014, from the IRS as to the volume submitter document's qualified status. The volume submitter document's opinion letter has been relied upon by this Plan. The Plan Administrator believes the Plan is currently designed in compliance with the applicable provisions of the IRC and will take all reasonable actions necessary to maintain the qualified status of the Plan and operate the Plan in compliance with the provisions of the IRC.

Note 7. Risk and Uncertainties

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

Note 8. Reconciliation to the Form 5500

The following table reconciles the financial statement amounts to the Form 5500 as of December 31:

	2017	2016
Net assets available for benefits per the financial statements	$ 52,009,261	$ 45,129,423
Plus corrective distributions	41,169	42,600
Net assets available for benefits per the Form 5500	$ 52,050,430	$ 45,172,023

The following is a reconciliation of contributions and deductions from net assets available for benefits in the accompanying statement of changes in net assets available for benefits to the Form 5500 filed for the Plan year ended December 31, 2017:

Total contribution per the financial statements	$ 5,595,483
Plus current-year excess contribution payable	41,169
Total contributions per the Form 5500	$ 5,636,652
Total deductions per the financial statements	$ 7,710,074
Plus prior-year excess contribution payable	42,600
Total deductions per the Form 5500	$ 7,752,674

CoolSys, Inc. 401(k) Plan

Schedule of Assets (Held at End of Year)
December 31, 2017

Identity of Issuer	Description of Investment	Current Value
RELIANCE TRUST STABLE VALUE FUND	Common Collective Trust	$ 4,228,550
AMERICAN NEW PERSPECT CL R6 #2607	Mutual Fund	52,955
EATON VANCE-ATLANTA SMID-R6 #1016	Mutual Fund	2,219,825
FIDELITY SPARTAN INTL ADV FUND #1522	Mutual Fund	321,389
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* Participant loans	Interest rates ranging from 4.25% to 7.75%, maturing through July 2030	1,470,552
		$ 52,050,430

* Represents a party in interest.

The above information was certified by Wells Fargo Bank, N.A., trustee.

CoolSys, Inc. 401(k) Plan

(Formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan)

Financial Report
December 31, 2017

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RSM US LLP

Independent Auditor's Report

To the Investment Committee
CoolSys, Inc. 401(k) Plan
Brea, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the CoolSys, Inc. 401(k) Plan (the Plan), formerly known as the Source Refrigeration & HVAC, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, the related statement of changes in net assets available for benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3 to the financial statements, which was certified or provided by Wells Fargo Bank, N.A., the current trustee of the Plan, and Fidelity Management Trust Company, the former trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustees held the Plan's assets and executed transactions. The Plan Administrator has obtained a certification from the current trustee for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and the former trustee from January 1, 2017, to October 31, 2017, and as of December 31, 2016, that the information provided to the Plan Administrator by the trustees is complete and accurate.

Disclaimer of Opinion

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

RSM US LLP is the U.S. member firm of RSM International, a global network of independent audit, tax, and consulting firms. Visit rsmus.com/aboutus for more information regarding RSM US LLP and RSM International.

Emphasis of Matter
As discussed in Note 1 to the financial statements, the Legacy Air 401(k) Plan was merged into the Plan effective July 19, 2017. Our disclaimer of opinion is not modified with respect to this matter.

Other Matter
The supplemental schedule of assets (held at end of year) as of December 31, 2017, required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, is presented for the purposes of additional analysis and is not a required part of the financial statements. The supplemental schedule is the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content in Compliance With the Department of Labor's Rules and Regulations
The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified or provided by the current and former trustees, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

RSM US LLP

Los Angeles, California
October 12, 2018

CoolSys, Inc. 401(k) Plan

Statements of Net Assets Available for Benefits
December 31, 2017 and 2016

	2017	2016
Assets		
Participant-directed investments, at fair value (Note 3)	**$ 50,579,878**	$ 43,853,227
Receivables:		
Notes from participants (Note 3)	**1,470,552**	1,318,796
Total assets	**52,050,430**	45,172,023
Liabilities		
Excess contributions payable	**41,169**	42,600
Net assets available for benefits (Note 8)	**$ 52,009,261**	$ 45,129,423

See notes to financial statements.

CoolSys, Inc. 401(k) Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2017

Additions to net assets attributable to:	
Investment income (Note 3):	
Net appreciation in fair value of investments	$ 6,560,913
Interest and dividend	1,465,096
	8,026,009
Interest income on notes receivable from participants (Note 3)	64,468
Contributions:	
Employer	1,261,039
Participant	4,089,703
Rollover	244,741
	5,595,483
Total additions	13,685,960
Deductions from net assets attributable to:	
Benefits paid	7,636,918
Administrative expenses	73,156
Total deductions	7,710,074
Transfer from other plan (Note 1)	903,952
Net increase	6,879,838
Net assets available for benefits:	
Beginning of year	45,129,423
End of year	$ 52,009,261

See notes to financial statements.

Note 1. Plan Description

Plan description: The following description of the CoolSys, Inc. 401(k) Plan (the Plan), formerly the Source Refrigeration & HVAC, Inc. 401(k) Plan, provides only general information. Participants and other interested parties should refer to the Plan document for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering substantially all employees of CoolSys, Inc. (the Company or the Plan Sponsor), formerly Source Refrigeration & HVAC, Inc.; Exact Temp Refrigeration, Inc.; Refrigeration Systems of Texas; DHR Mechanical Services-Georgia, Inc.; Legacy Air, Inc.; and CRM, LLC. Employees are eligible to participate in the Plan upon completion of two months of service. Certified Refrigeration & Mechanical, LLC (CRM) was acquired by the Plan Sponsor in October 2017 and eligible employees of CRM LLC were granted prior service credit in the Plan. The 401(k) plan of CRM, LLC was terminated on April 30, 2018. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Plan was most recently amended in November 2017 to reflect the change in the trustee and recordkeeper effective November 1, 2017.

The Plan automatically enrolls eligible participants into the Plan. Participants will have 3 percent of all eligible compensation deferred upon automatic enrollment unless eligible participants modify their deferral rate or waive participation in the Plan.

Plan merger: On May 16, 2017, Legacy Air HVAC, LLC (Legacy) was acquired by Source Holding Corporation, the Plan's sponsor, and effective July 19, 2017, the Legacy plan was merged with the Plan. As a result, net assets of $903,952, were transferred to the control of the Plan effective July 19, 2017. The transfer of assets was completed on July 19, 2017. Eligible employees of Legacy could begin accessing their accounts in the plan after the blackout period was over. Prior service of the eligible employees of the Legacy Plan received credit in the Plan. The merger does not impact participant benefits as the benefit provisions were incorporated in the Plan.

Change of trustee and record-keeper: The Plan's trustee, asset custodian and record-keeper was Fidelity Management Trust Company (Fidelity). Effective November 1, 2017, the Plan changed its trustee, custodian and record-keeper from Fidelity to Wells Fargo Bank, N.A. (Wells). The Plan's investments and transactions were held and processed by Fidelity for the period from January 1, 2017, through October 31, 2017, and as of December 31, 2016. The Plan's investments and transactions were held and processed by Wells for the period from November 1, 2017, through December 31, 2017, and as of December 31, 2017.

Participant contributions: Each year, subject to Plan and Internal Revenue Code (IRC) provisions, participants may contribute up to 60 percent of pretax annual compensation, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan.

Company contributions: Matching contributions are discretionary. The Company eliminated matching contributions effective November 1, 2009. Effective January 1, 2011, the matching contribution rate was approved to 100 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation. Effective August 1, 2011, the matching contribution rate was changed to 50 percent of each dollar of participants' compensation that is deferred up to 6 percent of eligible compensation.

The Company's total matching contributions were $1,404,952 for the year ended December 31, 2017, of which $143,913 was applied from forfeitures.

Note 1. Plan Description (Continued)

Additional Company contributions may be contributed at the option of the Company's Board of Directors. No such additional contributions were declared for the Plan year ended December 31, 2017.

Participant accounts: Each participant's account is credited with the participant's contribution, allocations of the Company's contribution, if any, and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if applicable. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investment options: Participants directed the investment of all contributions into various investment options offered by the Plan. The participants may change their investment options at any time.

Vesting: Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of service. Participants are vested in Company contributions at 20 percent after one year of service and 20 percent for each year thereafter until 100 percent vested after five years of service.

Forfeitures: Forfeitures of Company contributions are utilized as a reduction of Company contributions and Plan expenses. Forfeitures used to offset Company contributions were $143,913 during the year ended December 31, 2017. There was approximately $22,510 in forfeitures used to offset Plan expenses during the year ended December 31, 2017. As of December 31, 2017 and 2016, there was approximately $67,025 and $127,624, respectively, in unallocated forfeitures.

Notes receivable from participants: Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. The notes are secured by the balance in the participant's account. As of December 31, 2017, the rate of interest on outstanding loans ranges from 4.25 percent to 7.75 percent with various maturities through July 2030. Principal and interest are paid ratably through payroll deductions.

Payment of benefits: When eligible, a participant may receive a lump-sum amount equal to the value of the participant's vested interest in his or her account, in accordance with the Plan.

Administrative expenses: Certain administrative expenses incidental to the administration of the Plan, including fees of the administrative agent not paid by the Company, are paid by the Plan.

Note 2. Significant Accounting Policies

Basis of accounting: The accompanying financial statements of the Plan are prepared on the accrual basis of accounting.

Fair value measurements: The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lower priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described below:

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

Note 2. Significant Accounting Policies (Continued)

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 inputs for the asset or liability.

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

Following are descriptions of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2017 or 2016.

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

Common/collective trusts: Units held in common/collective trusts are valued using the NAV as a practical expedient to estimate fair value. The NAV is used as a practical expedient to estimate fair value, which is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding. The NAV of a common/collective investment is calculated based on a compilation of primarily observable market information. The number of units of the trust that are outstanding on the calculation date is derived from observable purchase and redemption activity in the trust.

Use of estimates: The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported amount of additions and deductions during the reporting period. Actual results could differ from those estimates.

Investment valuation and income recognition: The Plan's investments were held by the Plan's former trustee, Fidelity, and current trustee, Wells. 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 Plan Administrator determines the Plan's valuation policies utilizing information provided by the trustee.

Note 2. Significant Accounting Policies (Continued)

Dividend income is recorded on the ex-dividend date and is included in interest and dividends in the statement of changes in net assets available for benefits. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Net appreciation includes the Plan's gains and 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. Delinquent loans are treated as distributions based on upon the terms of the Plan document.

Corrective distributions: Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as a liability, with a corresponding reduction to contributions. The Plan distributed the 2016 excess contributions to the applicable participants prior to March 15, 2017.

Payment of benefits: Benefits are recorded when paid.

Subsequent events: The Plan Administrator has evaluated subsequent events through October 12, 2018, the date the financial statements were available to be issued.

Note 3. Information Certified or Provided by Wells and Fidelity

The following is a summary of the Plan's asset information as of December 31, 2017 and 2016, and for the year ended December 31, 2017, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the former and current trustee, Fidelity and Wells, respectively, and furnished to the Plan Administrator. The Plan Administrator has obtained a certification from the former trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2016, and for the period from January 1, 2017, through October 31, 2017. The Plan Administrator has also obtained a certification from the current trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate as of December 31, 2017, and for the period from November 1, 2017, through December 31, 2017. Accordingly, as permitted by 29 CFR 2520.103-8 of the U.S. Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information in Note 3 and the supplemental schedule related to the following assets at December 31:

	2017	2016
Investments at fair value	$ 46,351,328	$ 43,853,227
Notes receivable from participants	1,470,552	1,318,796

Wells and Fidelity also certified the completeness and accuracy of the following for the period from November 1, 2017, to December 31, 2017, and as of December 31, 2017, and for the period from January 1, 2017, to October 31, 2017, and as of December 31, 2016, respectively:

	Wells	Fidelity
Net appreciation	$ 775,800	$ 5,785,113
Interest and dividend income	452,730	1,012,366
Interest income on notes receivables from participants	12,405	51,964

Note 3. Information Certified or Provided by Wells and Fidelity (Continued)

Additionally, the following tables set forth, by level within the fair value hierarchy, the Plan's assets at fair value as of December 31:

	2017			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 46,351,328	$ -	$ -	$ 46,351,328
	$ 46,351,328	$ -	$ -	46,351,328
Investments measured at NAV				4,228,550
Investments at fair value				$ 50,579,878

	2016			
Investment Category	Level 1	Level 2	Level 3	Total
Mutual funds	$ 43,853,227	$ -	$ -	$ 43,853,227

Fair value of investments in certain entities that calculate NAV per share or its equivalent: The following sets forth additional disclosures of the Plan's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2017:

Investment	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Reliance Trust Stable Value Fund (a)	$ 4,228,550	None	Daily	None

(a) The fund's objective is the safety and preservation of principal and accumulated interest for participant-initiated transactions. The interest credited to balances in the fund will reflect both current market conditions and performance of the underlying investments in the fund.

There were no transfers in or out of Levels 1, 2 or 3 during the years ended December 31, 2017 or 2016.

Note 4. Related-Party Activity and Administrative Expenses

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Note 6. Tax Status

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CoolSys, Inc. 401(k) Plan

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