

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2016 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>			
A	This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)	
	☒ a single-employer plan ☐ a DFE (specify) ____		
B	This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)	
C	If the plan is a collectively-bargained plan, check here. ▶ ☐		
D	Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ special extension (enter description)	☒ the DFVC program

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>POWER SERVICE, INC. 401(K) PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>01/01/1998</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>POWER SERVICE, INC.</u> <u>5625 CHAPMAN PLACE</u> <u>CASPER, WY 82604</u>	2b	Employer Identification Number (EIN) <u>83-0176022</u>
		2c	Plan Sponsor's telephone number <u>307-472-7722</u>
		2d	Business code (see instructions) <u>423800</u>

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	11/15/2018	JEFFREY TULLOS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	11/15/2018	JEFFREY TULLOS
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

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

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN
	3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 593
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) 299
a(2) Total number of active participants at the end of the plan year	6a(2) 414
b Retired or separated participants receiving benefits.....	6b 0
c Other retired or separated participants entitled to future benefits	6c 319
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 733
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 0
f Total. Add lines 6d and 6e	6f 733
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 580
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 7
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3B 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) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service <hr/> Department of Labor Employee Benefits Security Administration <hr/> Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2016
		This Form is Open to Public Inspection.

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

A Name of plan POWER SERVICE, INC. 401(K) PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 POWER SERVICE, INC.	D Employer Identification Number (EIN) 83-0176022

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation AMERICAN FUNDS
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95-1411037

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

39-1811840

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

58-2287224

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

52-2264646

(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

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

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

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

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

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 49 50 60 62 63 64	SERVICE PROVIDER	20016	Yes ☒ No ☐	Yes ☒ No ☐	0	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 ☐

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:

<div>SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2016</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016					
A Name of plan POWER SERVICE, 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 POWER SERVICE, INC.				D Employer Identification Number (EIN) 83-0176022	
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: WELLS FARGO STABLE RETURN FUND N60					
b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.					
c EIN-PN 52-2251407-001		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 631110	
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)	

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

Schedule D (Form 5500) 2016 v.160205

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

SCHEDULE H (Form 5500) <small>Internal Revenue Service</small> <hr/> <small>Department of Labor</small> <small>Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan POWER SERVICE, INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 POWER SERVICE, INC.	D Employer Identification Number (EIN) 83-0176022	

Part I	Asset and Liability Statement
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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)		
(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)		
(9) Value of interest in common/collective trusts	1c(9)	538701	631110
(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)	2452413	3011300
(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	2991114 3642410
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	0 0
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2991114 3642410

Part II Income and Expense Statement

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

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	168185
	(B) Participants	2a(1)(B)	433950
	(C) Others (including rollovers)	2a(1)(C)	
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	602135
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	
	(F) Other	2b(1)(F)	
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	0
(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)	25448
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	25448
(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)		8930
(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)		184814
c Other income.....	2c		6051
d Total income. Add all income amounts in column (b) and enter total.....	2d		827378

Expenses**e** Benefit payment and payments to provide benefits:

(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	152340	
(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)		152340
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)	23742	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		23742
j Total expenses. Add all expense amounts in column (b) and enter total	2j		176082

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		651296
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

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

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

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

(1) Name: HOLM RYAN TRUITT HALL LLC

(2) EIN: 20-0159856

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a	X		1004002
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		150000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n	X		
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

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

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

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

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

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>POWER SERVICE, INC. 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>POWER SERVICE, INC.</u>	D Employer Identification Number (EIN) <u>83-0176022</u>

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	<u>0</u>
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): <u>20-3691658</u>		
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
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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.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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

Schedule R (Form 5500) 2016
v. 160205

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

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

18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment
19	If the total number of participants is 1,000 or more, complete lines (a) through (c) a Enter the percentage of plan assets held as: Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____% b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more c What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No
22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .	
22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .	

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES**

and

INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2016 and 2015

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES
Years Ended December 31, 2016 and 2015**

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Gregory A. Truitt, CPA/ABV, CVA
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Matthew J. Carriglito, CPA

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Power Service, Inc. 401(k) Plan
Casper, Wyoming

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Power Service, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' 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 5, which was certified by Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo), trustees, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that Wells Fargo holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from Wells Fargo as of and for the years ended December 31, 2016 and 2015 that the information provided to the Plan administrator by them is complete and accurate.

Disclaimer of Opinion

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

Other Matters

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

The supplemental schedule of delinquent participant contributions is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

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

The form and content of the information included in the financial statements and supplemental schedules, other than derived from the information certified by Wells Fargo, 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.

Holm Ryan Truitt Hall, LLC

Aurora, Colorado
November 9, 2018

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Assets:		
Investments at fair value	\$ 3,011,300	\$ 2,452,413
Investment at contract value	<u>631,110</u>	<u>538,701</u>
Total investments	<u>3,642,410</u>	<u>2,991,114</u>
Receivables:		
Employee contributions	8,194	-
Employer contributions	156,932	132,212
Other	<u>122,977</u>	<u>30,469</u>
Total receivables	<u>288,103</u>	<u>162,681</u>
Total assets	<u>3,930,513</u>	<u>3,153,795</u>
Liabilities:		
Excess participant contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits	<u><u>\$ 3,817,982</u></u>	<u><u>\$ 3,110,186</u></u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	\$ 191,941	\$ (156,528)
Interest and dividend income	33,302	121,720
	<u>225,243</u>	<u>(34,808)</u>
Contributions:		
Participants	355,722	439,579
Employer	251,483	199,492
Forfeitures and excess contributions reallocated	33,930	-
	<u>641,135</u>	<u>639,071</u>
Total additions	<u>866,378</u>	<u>604,263</u>
Deductions from net assets attributed to:		
Benefits paid to participants	134,840	329,261
Administrative expenses	23,742	12,431
	<u>158,582</u>	<u>341,692</u>
Total deductions	<u>158,582</u>	<u>341,692</u>
Net increase	707,796	262,571
Net assets available for benefits:		
Beginning of year	<u>3,110,186</u>	<u>2,847,615</u>
End of year	<u>\$ 3,817,982</u>	<u>\$ 3,110,186</u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN

The following description of Power Service, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering employees of Power Service, Inc. (the Company) and any participating affiliates, who have completed one year and 1,000 hours of service and are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Union employees and non-resident aliens are excluded from the Plan.

In 2016 the Company was purchased by DNOW L.P. There was no material or significant impact to the plan during 2016. Effective as of December 31, 2017, the Plan was merged into DNOW L.P.'s plan, the NOW Inc. 401(k) and Retirement Savings Plan.

Contributions

Annually, participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement, up to the maximum annual contribution permitted by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans, 403(a) and 403(b) annuities, 457 governmental plans and individual retirement accounts.

For 2016 and 2015, the Company contributed a discretionary match to eligible participants equal to 100% of the participant's contribution, up to \$2,000. For 2015, the Company funded an \$18,523 discretionary nonelective contribution, allocated to eligible participants on a pro-rata basis. The Company did not fund a nonelective contribution for 2016. For both match and nonelective contributions, the participant must work 1,000 hours during the year and be employed on the last day of the year.

Additional amounts of may be contributed at the discretion of the Company. All Contribution types are subject to certain limitations.

Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a common collective trust fund as investment options for participants.

Participant Accounts

Each participant's account is credited with the participant's contributions, an allocation of the Company's contributions, Plan earnings on the investments in their account and charged with an allocation of administrative expenses paid by the plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN (CONTINUED)

Vesting

Participants are immediately vested in their employee contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100% vested after five years of credited service.

Payment of Benefits

Upon a participant's retirement, disability, death, or termination of employment, a participant may elect to receive either a lump-sum payment or installments equal to the value of the participant's vested interest in his or her account. Under certain circumstances, an employee may withdraw his or her account balance prior to the occurrence of these events.

Forfeitures and Excess Contributions Reallocated

At December 31, 2016 and 2015, forfeited nonvested accounts and excess employer contributions totaled \$69,469 and \$46,916, respectively. These amounts will be used to fund additional nonelective contributions. During 2016 and 2015, \$11,868 and -0- of these forfeitures were used.

Notes Receivable from Participants

Notes receivable from participants are not permitted.

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

Use of Estimates

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

Investment Valuation and Income Recognition

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. See Note 3 for discussion of fair value measurements.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES (CONTINUED)

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

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

Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 9, 2018, the date the financial statements were available to be issued.

NOTE 3 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 lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy under FASB ASC 820 are as follows:

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

Level 2 Inputs to the valuation methodology include:

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

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

**POWER SERVICE, INC.
401(k) PLAN**

**NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015**

NOTE 3 FAIR VALUE MEASUREMENTS (CONTINUED)

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

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

The following is a description of the valuation methodologies used for assets measured at fair value.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2016 and 2015:

<u>Assets at Fair Value as of December 31, 2016</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Mutual funds	<u>\$ 3,011,300</u>	<u>\$ -</u>	<u>\$ -</u>
			<u>\$ 3,011,300</u>
<u>Assets at Fair Value as of December 31, 2015</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Mutual funds	<u>\$ 2,452,413</u>	<u>\$ -</u>	<u>\$ -</u>
			<u>\$ 2,452,413</u>

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN

The Plan has entered into a benefit-responsive stable return fund with Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo) totaling \$631,110 and \$538,701 at December 31, 2016 and 2015, respectively. Wells Fargo maintains the contributions in a collective trust fund account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The stable return fund issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. The crediting interest rate is established without the use of a specific formula, but may not be less than 0%. The crediting rate is reviewed on a semi-annual basis for resetting.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN (CONTINUED)

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract Value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Wells Fargo, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Certain events might limit the ability of the Plan to transact at contract value with the issuer. Such events include (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to the Plan prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA, (5) premature termination of the contract. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with the contract issuers and that also would limit the ability of the plan to transact at contract value with the participants.

In addition, certain events allow the issuer to terminate the contract with the Plan and settle at an amount different from contract value. Such events include (1) an uncured violation of the Plan's investment guidelines, (2) a breach of material obligation under the contract, (3) a material misrepresentation, (4) a material amendment to the agreement without the consent of the issuer.

NOTE 5 INFORMATION PREPARED AND CERTIFIED

The following information included in the accompanying financial statements for the year ended December 31, 2015 and the period from January 1, 2015 to June 23, 2016 has been certified as complete and accurate by Wells Fargo Business Retirement Solutions. The following information for the period from April 1, 2016 to December 31, 2016 and for the year ended December 31, 2016 and the supplemental schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.:

- Investments included in the Statement of Net Assets Available for Benefits and information included in the Supplemental Schedule of Assets (Held at End of Year).
- Investment income included in the Statements of Changes in Net Assets Available for Benefits, comprised of net appreciation or depreciation in fair value of investments and interest income.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 6 TAX STATUS

On March 31, 2014, the Internal Revenue Service issued an opinion letter indicating that the prototype plan document adopted by the Plan, as then designed, qualifies under Section 401(a) of the Internal Revenue Code (IRC). The Plan has not received a determination letter specific to the Plan itself and has since been amended. However, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by the IRS. However, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for the years prior to 2013.

NOTE 7 PARTY-IN-INTEREST TRANSACTIONS

Wells Fargo is the trustee, custodian and record keeper to the Plan. Transactions with Wells Fargo qualify as party-in-interest transactions. Fees paid to Wells Fargo by the Plan for these services amounted to \$23,742 and \$12,431 for the years ended December 31, 2016 and 2015, respectively. Wells Fargo also charges fees that are included in net appreciation in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment.

NOTE 8 RISKS AND UNCERTAINTIES

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

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE

The Plan failed to pass the Average Deferral Percentage Test ("ADP Test") for the 2016 and 2015 Plan years. In order to correct the failure of the ADP Test for the 2016 and 2015 Plan years, federal law generally requires that corrective distributions be made no later than December 31st of the following year. The Company did not fully settle the 2016 or 2015 corrective distribution obligation within this time. However, as permitted under applicable IRS guidance, the Company opted to correct the nondiscrimination testing failures in 2018 using the "one-to-one" correction method, which generally requires an excess contribution amount be refunded to highly compensated employees and a qualified non-elective contribution to be made by the Company to the Plan in the same amount and allocated to certain non-highly compensated employees.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE (CONTINUED)

The accompanying Statements of Net Assets Available for Benefits includes \$122,977 and \$30,469 in "Other" receivables as of December 31, 2016 and 2015, respectively, and \$112,531 and \$26,109 in "Excess participant contributions payable" as of December 31, 2016 and 2015, respectively, related to this issue. The amounts for 2016 are cumulative and include the amounts for 2015.

At December 31, 2015 there were \$17,500 of ineligible participant contributions payable, unrelated to the ADP failure, included in "Excess participant contributions payable". This amount was paid during 2016.

NOTE 10 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits as of December 31, 2016 and 2015, per the financial statements to the Form 5500:

	<u>2016</u>	<u>2015</u>
Net assets available for benefits per the financial statements	\$ 3,817,982	\$ 3,110,186
Participants' contribution receivable	(8,194)	-
Employer's contribution receivable	(279,909)	(162,681)
Excess contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,642,410</u>	<u>\$ 2,991,114</u>

The following is a reconciliation of contributions per the financial statements to Form 5500:

	<u>2016</u>	<u>2015</u>
Participant contributions per the financial statements	\$ 355,722	\$ 439,579
Participants' contributions receivable at 12/31/16	(8,194)	-
Participants' excess contributions at 12/31/15	<u>86,422</u>	<u>26,109</u>
Participant contributions per the Form 5500	<u>\$ 433,950</u>	<u>\$ 465,688</u>
Employer contributions per the financial statements	\$ 285,413	\$ 199,492
Forfeitures and excess contributions reallocated	33,930	-
Employer's contribution receivable at 12/31/16	(279,909)	-
Employer's contribution receivable at 12/31/15	162,681	(162,681)
Employer's contribution receivable at 12/31/14	<u>-</u>	<u>240,960</u>
Employer contributions per the Form 5500	<u>\$ 168,185</u>	<u>\$ 277,771</u>
Benefits paid to participants per the financial statements	\$ 134,840	\$ 329,261
Excess contributions payable at 12/31/16	<u>17,500</u>	<u>-</u>
Benefits paid to participants per the Form 5500	<u>\$ 152,340</u>	<u>\$ 329,261</u>

SUPPLEMENTAL SCHEDULES

POWER SERVICE, INC.
401(k) PLAN
FEDERAL ID #83-0176022
PLAN #001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2016

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(e) Current value
	Mutual funds:		
*	Wells Fargo Advantage Dow Jones Target 2040 Admin	Registered Investment Company	\$ 523,923
*	Wells Fargo Advantage Dow Jones Target 2020 Admin	Registered Investment Company	494,644
	T. Rowe Price Blue Chip Growth Adv	Registered Investment Company	456,932
	Artisan Mid Cap Value Investor	Registered Investment Company	287,484
*	Wells Fargo Advantage Dow Jones Target 2030 Admin	Registered Investment Company	279,681
*	Wells Fargo Advantage Dow Jones Target 2050 Admin	Registered Investment Company	214,424
	INVESCO Small Cap Equity A	Registered Investment Company	203,748
	INVESCO Comstock Fund A	Registered Investment Company	146,847
*	Wells Fargo Advantage Index Admin	Registered Investment Company	132,690
	American Funds EuroPacific Growth R4	Registered Investment Company	130,521
*	Wells Fargo Advantage Core Bond Admin	Registered Investment Company	112,862
*	Wells Fargo Advantage Dow Jones Target 2010 Admin	Registered Investment Company	11,596
*	Wells Fargo Advantage Dow Jones Target Today Admin	Registered Investment Company	9,551
*	Wells Fargo Advantage Dow Jones Target 2060 Admin	Registered Investment Company	6,397
			<u>3,011,300</u>
	Guaranteed investment contracts:		
*	Wells Fargo Stable Return Fund N60	Common/Collective Trust	<u>631,110</u>
	Total		<u>\$ 3,642,410</u>

See independent auditors' report.

**SCHEDULE H, LINE 4a -
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
December 31, 2016**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	
\$ 1,004,002	\$ -	\$ 1,300	\$ -	\$ -

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES**

and

INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2016 and 2015

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES
Years Ended December 31, 2016 and 2015**

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Power Service, Inc. 401(k) Plan
Casper, Wyoming

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Power Service, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' 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 5, which was certified by Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo), trustees, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that Wells Fargo holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from Wells Fargo as of and for the years ended December 31, 2016 and 2015 that the information provided to the Plan administrator by them is complete and accurate.

Disclaimer of Opinion

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

Other Matters

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

The supplemental schedule of delinquent participant contributions is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

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

The form and content of the information included in the financial statements and supplemental schedules, other than derived from the information certified by Wells Fargo, 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.

Holm Ryan Truitt Hall, LLC

Aurora, Colorado
November 9, 2018

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Assets:		
Investments at fair value	\$ 3,011,300	\$ 2,452,413
Investment at contract value	<u>631,110</u>	<u>538,701</u>
Total investments	<u>3,642,410</u>	<u>2,991,114</u>
Receivables:		
Employee contributions	8,194	-
Employer contributions	156,932	132,212
Other	<u>122,977</u>	<u>30,469</u>
Total receivables	<u>288,103</u>	<u>162,681</u>
Total assets	<u>3,930,513</u>	<u>3,153,795</u>
Liabilities:		
Excess participant contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits	<u><u>\$ 3,817,982</u></u>	<u><u>\$ 3,110,186</u></u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	\$ 191,941	\$ (156,528)
Interest and dividend income	33,302	121,720
	<u>225,243</u>	<u>(34,808)</u>
Contributions:		
Participants	355,722	439,579
Employer	251,483	199,492
Forfeitures and excess contributions reallocated	33,930	-
	<u>641,135</u>	<u>639,071</u>
Total additions	<u>866,378</u>	<u>604,263</u>
Deductions from net assets attributed to:		
Benefits paid to participants	134,840	329,261
Administrative expenses	23,742	12,431
	<u>158,582</u>	<u>341,692</u>
Total deductions	<u>158,582</u>	<u>341,692</u>
Net increase	707,796	262,571
Net assets available for benefits:		
Beginning of year	<u>3,110,186</u>	<u>2,847,615</u>
End of year	<u>\$ 3,817,982</u>	<u>\$ 3,110,186</u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN

The following description of Power Service, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering employees of Power Service, Inc. (the Company) and any participating affiliates, who have completed one year and 1,000 hours of service and are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Union employees and non-resident aliens are excluded from the Plan.

In 2016 the Company was purchased by DNOW L.P. There was no material or significant impact to the plan during 2016. Effective as of December 31, 2017, the Plan was merged into DNOW L.P.'s plan, the NOW Inc. 401(k) and Retirement Savings Plan.

Contributions

Annually, participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement, up to the maximum annual contribution permitted by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans, 403(a) and 403(b) annuities, 457 governmental plans and individual retirement accounts.

For 2016 and 2015, the Company contributed a discretionary match to eligible participants equal to 100% of the participant's contribution, up to \$2,000. For 2015, the Company funded an \$18,523 discretionary nonelective contribution, allocated to eligible participants on a pro-rata basis. The Company did not fund a nonelective contribution for 2016. For both match and nonelective contributions, the participant must work 1,000 hours during the year and be employed on the last day of the year.

Additional amounts of may be contributed at the discretion of the Company. All Contribution types are subject to certain limitations.

Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a common collective trust fund as investment options for participants.

Participant Accounts

Each participant's account is credited with the participant's contributions, an allocation of the Company's contributions, Plan earnings on the investments in their account and charged with an allocation of administrative expenses paid by the plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN (CONTINUED)

Vesting

Participants are immediately vested in their employee contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100% vested after five years of credited service.

Payment of Benefits

Upon a participant's retirement, disability, death, or termination of employment, a participant may elect to receive either a lump-sum payment or installments equal to the value of the participant's vested interest in his or her account. Under certain circumstances, an employee may withdraw his or her account balance prior to the occurrence of these events.

Forfeitures and Excess Contributions Reallocated

At December 31, 2016 and 2015, forfeited nonvested accounts and excess employer contributions totaled \$69,469 and \$46,916, respectively. These amounts will be used to fund additional nonelective contributions. During 2016 and 2015, \$11,868 and -0- of these forfeitures were used.

Notes Receivable from Participants

Notes receivable from participants are not permitted.

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

Use of Estimates

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

Investment Valuation and Income Recognition

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. See Note 3 for discussion of fair value measurements.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES (CONTINUED)

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

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

Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 9, 2018, the date the financial statements were available to be issued.

NOTE 3 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 lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy under FASB ASC 820 are as follows:

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

Level 2 Inputs to the valuation methodology include:

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

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

**POWER SERVICE, INC.
401(k) PLAN**

**NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015**

NOTE 3 FAIR VALUE MEASUREMENTS (CONTINUED)

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

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

The following is a description of the valuation methodologies used for assets measured at fair value.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2016 and 2015:

<u>Assets at Fair Value as of December 31, 2016</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$ 3,011,300</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,011,300</u>
<u>Assets at Fair Value as of December 31, 2015</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$ 2,452,413</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,452,413</u>

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN

The Plan has entered into a benefit-responsive stable return fund with Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo) totaling \$631,110 and \$538,701 at December 31, 2016 and 2015, respectively. Wells Fargo maintains the contributions in a collective trust fund account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The stable return fund issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. The crediting interest rate is established without the use of a specific formula, but may not be less than 0%. The crediting rate is reviewed on a semi-annual basis for resetting.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN (CONTINUED)

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract Value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Wells Fargo, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Certain events might limit the ability of the Plan to transact at contract value with the issuer. Such events include (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to the Plan prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA, (5) premature termination of the contract. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with the contract issuers and that also would limit the ability of the plan to transact at contract value with the participants.

In addition, certain events allow the issuer to terminate the contract with the Plan and settle at an amount different from contract value. Such events include (1) an uncured violation of the Plan's investment guidelines, (2) a breach of material obligation under the contract, (3) a material misrepresentation, (4) a material amendment to the agreement without the consent of the issuer.

NOTE 5 INFORMATION PREPARED AND CERTIFIED

The following information included in the accompanying financial statements for the year ended December 31, 2015 and the period from January 1, 2015 to June 23, 2016 has been certified as complete and accurate by Wells Fargo Business Retirement Solutions. The following information for the period from April 1, 2016 to December 31, 2016 and for the year ended December 31, 2016 and the supplemental schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.:

- Investments included in the Statement of Net Assets Available for Benefits and information included in the Supplemental Schedule of Assets (Held at End of Year).
- Investment income included in the Statements of Changes in Net Assets Available for Benefits, comprised of net appreciation or depreciation in fair value of investments and interest income.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 6 TAX STATUS

On March 31, 2014, the Internal Revenue Service issued an opinion letter indicating that the prototype plan document adopted by the Plan, as then designed, qualifies under Section 401(a) of the Internal Revenue Code (IRC). The Plan has not received a determination letter specific to the Plan itself and has since been amended. However, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by the IRS. However, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for the years prior to 2013.

NOTE 7 PARTY-IN-INTEREST TRANSACTIONS

Wells Fargo is the trustee, custodian and record keeper to the Plan. Transactions with Wells Fargo qualify as party-in-interest transactions. Fees paid to Wells Fargo by the Plan for these services amounted to \$23,742 and \$12,431 for the years ended December 31, 2016 and 2015, respectively. Wells Fargo also charges fees that are included in net appreciation in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment.

NOTE 8 RISKS AND UNCERTAINTIES

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

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE

The Plan failed to pass the Average Deferral Percentage Test ("ADP Test") for the 2016 and 2015 Plan years. In order to correct the failure of the ADP Test for the 2016 and 2015 Plan years, federal law generally requires that corrective distributions be made no later than December 31st of the following year. The Company did not fully settle the 2016 or 2015 corrective distribution obligation within this time. However, as permitted under applicable IRS guidance, the Company opted to correct the nondiscrimination testing failures in 2018 using the "one-to-one" correction method, which generally requires an excess contribution amount be refunded to highly compensated employees and a qualified non-elective contribution to be made by the Company to the Plan in the same amount and allocated to certain non-highly compensated employees.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE (CONTINUED)

The accompanying Statements of Net Assets Available for Benefits includes \$122,977 and \$30,469 in "Other" receivables as of December 31, 2016 and 2015, respectively, and \$112,531 and \$26,109 in "Excess participant contributions payable" as of December 31, 2016 and 2015, respectively, related to this issue. The amounts for 2016 are cumulative and include the amounts for 2015.

At December 31, 2015 there were \$17,500 of ineligible participant contributions payable, unrelated to the ADP failure, included in "Excess participant contributions payable". This amount was paid during 2016.

NOTE 10 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits as of December 31, 2016 and 2015, per the financial statements to the Form 5500:

	<u>2016</u>	<u>2015</u>
Net assets available for benefits per the financial statements	\$ 3,817,982	\$ 3,110,186
Participants' contribution receivable	(8,194)	-
Employer's contribution receivable	(279,909)	(162,681)
Excess contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,642,410</u>	<u>\$ 2,991,114</u>

The following is a reconciliation of contributions per the financial statements to Form 5500:

	<u>2016</u>	<u>2015</u>
Participant contributions per the financial statements	\$ 355,722	\$ 439,579
Participants' contributions receivable at 12/31/16	(8,194)	-
Participants' excess contributions at 12/31/15	<u>86,422</u>	<u>26,109</u>
Participant contributions per the Form 5500	<u>\$ 433,950</u>	<u>\$ 465,688</u>
Employer contributions per the financial statements	\$ 285,413	\$ 199,492
Forfeitures and excess contributions reallocated	33,930	-
Employer's contribution receivable at 12/31/16	(279,909)	-
Employer's contribution receivable at 12/31/15	162,681	(162,681)
Employer's contribution receivable at 12/31/14	<u>-</u>	<u>240,960</u>
Employer contributions per the Form 5500	<u>\$ 168,185</u>	<u>\$ 277,771</u>
Benefits paid to participants per the financial statements	\$ 134,840	\$ 329,261
Excess contributions payable at 12/31/16	<u>17,500</u>	<u>-</u>
Benefits paid to participants per the Form 5500	<u>\$ 152,340</u>	<u>\$ 329,261</u>

SUPPLEMENTAL SCHEDULES

POWER SERVICE, INC.
401(k) PLAN
FEDERAL ID #83-0176022
PLAN #001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2016

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(e) Current value
	Mutual funds:		
*	Wells Fargo Advantage Dow Jones Target 2040 Admin	Registered Investment Company	\$ 523,923
*	Wells Fargo Advantage Dow Jones Target 2020 Admin	Registered Investment Company	494,644
	T. Rowe Price Blue Chip Growth Adv	Registered Investment Company	456,932
	Artisan Mid Cap Value Investor	Registered Investment Company	287,484
*	Wells Fargo Advantage Dow Jones Target 2030 Admin	Registered Investment Company	279,681
*	Wells Fargo Advantage Dow Jones Target 2050 Admin	Registered Investment Company	214,424
	INVESCO Small Cap Equity A	Registered Investment Company	203,748
	INVESCO Comstock Fund A	Registered Investment Company	146,847
*	Wells Fargo Advantage Index Admin	Registered Investment Company	132,690
	American Funds EuroPacific Growth R4	Registered Investment Company	130,521
*	Wells Fargo Advantage Core Bond Admin	Registered Investment Company	112,862
*	Wells Fargo Advantage Dow Jones Target 2010 Admin	Registered Investment Company	11,596
*	Wells Fargo Advantage Dow Jones Target Today Admin	Registered Investment Company	9,551
*	Wells Fargo Advantage Dow Jones Target 2060 Admin	Registered Investment Company	6,397
			<u>3,011,300</u>
	Guaranteed investment contracts:		
*	Wells Fargo Stable Return Fund N60	Common/Collective Trust	<u>631,110</u>
	Total		<u>\$ 3,642,410</u>

See independent auditors' report.

**SCHEDULE H, LINE 4a -
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
December 31, 2016**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	
\$ 1,004,002	\$ -	\$ 1,300	\$ -	\$ -

See independent auditors' report.

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES**

and

INDEPENDENT AUDITORS' REPORT

Years Ended December 31, 2016 and 2015

POWER SERVICE, INC.
401(k) PLAN

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES
Years Ended December 31, 2016 and 2015**

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Power Service, Inc. 401(k) Plan
Casper, Wyoming

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Power Service, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' 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 5, which was certified by Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo), trustees, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan administrator that Wells Fargo holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained certifications from Wells Fargo as of and for the years ended December 31, 2016 and 2015 that the information provided to the Plan administrator by them is complete and accurate.

Disclaimer of Opinion

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

Other Matters

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

The supplemental schedule of delinquent participant contributions is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

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

The form and content of the information included in the financial statements and supplemental schedules, other than derived from the information certified by Wells Fargo, 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.

Holm Ryan Truitt Hall, LLC

Aurora, Colorado
November 9, 2018

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Assets:		
Investments at fair value	\$ 3,011,300	\$ 2,452,413
Investment at contract value	<u>631,110</u>	<u>538,701</u>
Total investments	<u>3,642,410</u>	<u>2,991,114</u>
Receivables:		
Employee contributions	8,194	-
Employer contributions	156,932	132,212
Other	<u>122,977</u>	<u>30,469</u>
Total receivables	<u>288,103</u>	<u>162,681</u>
Total assets	<u>3,930,513</u>	<u>3,153,795</u>
Liabilities:		
Excess participant contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits	<u><u>\$ 3,817,982</u></u>	<u><u>\$ 3,110,186</u></u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	\$ 191,941	\$ (156,528)
Interest and dividend income	33,302	121,720
	<u>225,243</u>	<u>(34,808)</u>
Contributions:		
Participants	355,722	439,579
Employer	251,483	199,492
Forfeitures and excess contributions reallocated	33,930	-
	<u>641,135</u>	<u>639,071</u>
Total additions	<u>866,378</u>	<u>604,263</u>
Deductions from net assets attributed to:		
Benefits paid to participants	134,840	329,261
Administrative expenses	23,742	12,431
	<u>158,582</u>	<u>341,692</u>
Total deductions	<u>158,582</u>	<u>341,692</u>
Net increase	<u>707,796</u>	<u>262,571</u>
Net assets available for benefits:		
Beginning of year	<u>3,110,186</u>	<u>2,847,615</u>
End of year	<u><u>\$ 3,817,982</u></u>	<u><u>\$ 3,110,186</u></u>

See accompanying notes.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN

The following description of Power Service, Inc. 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering employees of Power Service, Inc. (the Company) and any participating affiliates, who have completed one year and 1,000 hours of service and are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Union employees and non-resident aliens are excluded from the Plan.

In 2016 the Company was purchased by DNOW L.P. There was no material or significant impact to the plan during 2016. Effective as of December 31, 2017, the Plan was merged into DNOW L.P.'s plan, the NOW Inc. 401(k) and Retirement Savings Plan.

Contributions

Annually, participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement, up to the maximum annual contribution permitted by law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans, 403(a) and 403(b) annuities, 457 governmental plans and individual retirement accounts.

For 2016 and 2015, the Company contributed a discretionary match to eligible participants equal to 100% of the participant's contribution, up to \$2,000. For 2015, the Company funded an \$18,523 discretionary nonelective contribution, allocated to eligible participants on a pro-rata basis. The Company did not fund a nonelective contribution for 2016. For both match and nonelective contributions, the participant must work 1,000 hours during the year and be employed on the last day of the year.

Additional amounts of may be contributed at the discretion of the Company. All Contribution types are subject to certain limitations.

Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a common collective trust fund as investment options for participants.

Participant Accounts

Each participant's account is credited with the participant's contributions, an allocation of the Company's contributions, Plan earnings on the investments in their account and charged with an allocation of administrative expenses paid by the plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 1 DESCRIPTION OF PLAN (CONTINUED)

Vesting

Participants are immediately vested in their employee contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100% vested after five years of credited service.

Payment of Benefits

Upon a participant's retirement, disability, death, or termination of employment, a participant may elect to receive either a lump-sum payment or installments equal to the value of the participant's vested interest in his or her account. Under certain circumstances, an employee may withdraw his or her account balance prior to the occurrence of these events.

Forfeitures and Excess Contributions Reallocated

At December 31, 2016 and 2015, forfeited nonvested accounts and excess employer contributions totaled \$69,469 and \$46,916, respectively. These amounts will be used to fund additional nonelective contributions. During 2016 and 2015, \$11,868 and -0- of these forfeitures were used.

Notes Receivable from Participants

Notes receivable from participants are not permitted.

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

Use of Estimates

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

Investment Valuation and Income Recognition

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. See Note 3 for discussion of fair value measurements.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 2 SUMMARY OF ACCOUNTING PRINCIPLES AND POLICIES (CONTINUED)

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

Payment of Benefits

Benefits are recorded when paid.

Expenses

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

Subsequent Events

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through November 9, 2018, the date the financial statements were available to be issued.

NOTE 3 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 lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy under FASB ASC 820 are as follows:

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

Level 2 Inputs to the valuation methodology include:

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

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

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 3 FAIR VALUE MEASUREMENTS (CONTINUED)

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

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

The following is a description of the valuation methodologies used for assets measured at fair value.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2016 and 2015:

	<u>Assets at Fair Value as of December 31, 2016</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	<u>\$ 3,011,300</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,011,300</u>

	<u>Assets at Fair Value as of December 31, 2015</u>			
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Mutual funds	\$ 2,452,413	\$ -	\$ -	\$ 2,452,413

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN

The Plan has entered into a benefit-responsive stable return fund with Wells Fargo Bank, N.A. and Wells Fargo Business Retirement Solutions (collectively, Wells Fargo) totaling \$631,110 and \$538,701 at December 31, 2016 and 2015, respectively. Wells Fargo maintains the contributions in a collective trust fund account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The stable return fund issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. The crediting interest rate is established without the use of a specific formula, but may not be less than 0%. The crediting rate is reviewed on a semi-annual basis for resetting.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 4 COMMON COLLECTIVE TRUST FUND - STABLE RETURN (CONTINUED)

This contract meets the fully benefit-responsive investment contract criteria and therefore is reported at contract value. Contract Value is the relevant measure for fully benefit-responsive investment contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by Wells Fargo, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

The Plan's ability to receive amounts due is dependent on the issuer's ability to meet its financial obligations. The issuer's ability to meet its contractual obligations may be affected by future economic and regulatory developments.

Certain events might limit the ability of the Plan to transact at contract value with the issuer. Such events include (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to the Plan prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA, (5) premature termination of the contract. No events are probable of occurring that might limit the ability of the Plan to transact at contract value with the contract issuers and that also would limit the ability of the plan to transact at contract value with the participants.

In addition, certain events allow the issuer to terminate the contract with the Plan and settle at an amount different from contract value. Such events include (1) an uncured violation of the Plan's investment guidelines, (2) a breach of material obligation under the contract, (3) a material misrepresentation, (4) a material amendment to the agreement without the consent of the issuer.

NOTE 5 INFORMATION PREPARED AND CERTIFIED

The following information included in the accompanying financial statements for the year ended December 31, 2015 and the period from January 1, 2015 to June 23, 2016 has been certified as complete and accurate by Wells Fargo Business Retirement Solutions. The following information for the period from April 1, 2016 to December 31, 2016 and for the year ended December 31, 2016 and the supplemental schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.:

- Investments included in the Statement of Net Assets Available for Benefits and information included in the Supplemental Schedule of Assets (Held at End of Year).
- Investment income included in the Statements of Changes in Net Assets Available for Benefits, comprised of net appreciation or depreciation in fair value of investments and interest income.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 6 TAX STATUS

On March 31, 2014, the Internal Revenue Service issued an opinion letter indicating that the prototype plan document adopted by the Plan, as then designed, qualifies under Section 401(a) of the Internal Revenue Code (IRC). The Plan has not received a determination letter specific to the Plan itself and has since been amended. However, the Plan administrator believes the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believes that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by the IRS. However, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for the years prior to 2013.

NOTE 7 PARTY-IN-INTEREST TRANSACTIONS

Wells Fargo is the trustee, custodian and record keeper to the Plan. Transactions with Wells Fargo qualify as party-in-interest transactions. Fees paid to Wells Fargo by the Plan for these services amounted to \$23,742 and \$12,431 for the years ended December 31, 2016 and 2015, respectively. Wells Fargo also charges fees that are included in net appreciation in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment.

NOTE 8 RISKS AND UNCERTAINTIES

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

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE

The Plan failed to pass the Average Deferral Percentage Test ("ADP Test") for the 2016 and 2015 Plan years. In order to correct the failure of the ADP Test for the 2016 and 2015 Plan years, federal law generally requires that corrective distributions be made no later than December 31st of the following year. The Company did not fully settle the 2016 or 2015 corrective distribution obligation within this time. However, as permitted under applicable IRS guidance, the Company opted to correct the nondiscrimination testing failures in 2018 using the "one-to-one" correction method, which generally requires an excess contribution amount be refunded to highly compensated employees and a qualified non-elective contribution to be made by the Company to the Plan in the same amount and allocated to certain non-highly compensated employees.

POWER SERVICE, INC.
401(k) PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)
December 31, 2016 and 2015

NOTE 9 EXCESS CONTRIBUTIONS PAYABLE (CONTINUED)

The accompanying Statements of Net Assets Available for Benefits includes \$122,977 and \$30,469 in "Other" receivables as of December 31, 2016 and 2015, respectively, and \$112,531 and \$26,109 in "Excess participant contributions payable" as of December 31, 2016 and 2015, respectively, related to this issue. The amounts for 2016 are cumulative and include the amounts for 2015.

At December 31, 2015 there were \$17,500 of ineligible participant contributions payable, unrelated to the ADP failure, included in "Excess participant contributions payable". This amount was paid during 2016.

NOTE 10 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits as of December 31, 2016 and 2015, per the financial statements to the Form 5500:

	<u>2016</u>	<u>2015</u>
Net assets available for benefits per the financial statements	\$ 3,817,982	\$ 3,110,186
Participants' contribution receivable	(8,194)	-
Employer's contribution receivable	(279,909)	(162,681)
Excess contributions payable	<u>112,531</u>	<u>43,609</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,642,410</u>	<u>\$ 2,991,114</u>

The following is a reconciliation of contributions per the financial statements to Form 5500:

	<u>2016</u>	<u>2015</u>
Participant contributions per the financial statements	\$ 355,722	\$ 439,579
Participants' contributions receivable at 12/31/16	(8,194)	-
Participants' excess contributions at 12/31/15	<u>86,422</u>	<u>26,109</u>
Participant contributions per the Form 5500	<u>\$ 433,950</u>	<u>\$ 465,688</u>
Employer contributions per the financial statements	\$ 285,413	\$ 199,492
Forfeitures and excess contributions reallocated	33,930	-
Employer's contribution receivable at 12/31/16	(279,909)	-
Employer's contribution receivable at 12/31/15	162,681	(162,681)
Employer's contribution receivable at 12/31/14	<u>-</u>	<u>240,960</u>
Employer contributions per the Form 5500	<u>\$ 168,185</u>	<u>\$ 277,771</u>
Benefits paid to participants per the financial statements	\$ 134,840	\$ 329,261
Excess contributions payable at 12/31/16	<u>17,500</u>	<u>-</u>
Benefits paid to participants per the Form 5500	<u>\$ 152,340</u>	<u>\$ 329,261</u>

SUPPLEMENTAL SCHEDULES

POWER SERVICE, INC.
401(k) PLAN
FEDERAL ID #83-0176022
PLAN #001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2016

(a) Party in interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(e) Current value
	Mutual funds:		
*	Wells Fargo Advantage Dow Jones Target 2040 Admin	Registered Investment Company	\$ 523,923
*	Wells Fargo Advantage Dow Jones Target 2020 Admin	Registered Investment Company	494,644
	T. Rowe Price Blue Chip Growth Adv	Registered Investment Company	456,932
	Artisan Mid Cap Value Investor	Registered Investment Company	287,484
*	Wells Fargo Advantage Dow Jones Target 2030 Admin	Registered Investment Company	279,681
*	Wells Fargo Advantage Dow Jones Target 2050 Admin	Registered Investment Company	214,424
	INVESCO Small Cap Equity A	Registered Investment Company	203,748
	INVESCO Comstock Fund A	Registered Investment Company	146,847
*	Wells Fargo Advantage Index Admin	Registered Investment Company	132,690
	American Funds EuroPacific Growth R4	Registered Investment Company	130,521
*	Wells Fargo Advantage Core Bond Admin	Registered Investment Company	112,862
*	Wells Fargo Advantage Dow Jones Target 2010 Admin	Registered Investment Company	11,596
*	Wells Fargo Advantage Dow Jones Target Today Admin	Registered Investment Company	9,551
*	Wells Fargo Advantage Dow Jones Target 2060 Admin	Registered Investment Company	6,397
			<u>3,011,300</u>
	Guaranteed investment contracts:		
*	Wells Fargo Stable Return Fund N60	Common/Collective Trust	<u>631,110</u>
	Total		<u>\$ 3,642,410</u>

See independent auditors' report.

**SCHEDULE H, LINE 4a -
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
December 31, 2016**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	
\$ 1,004,002	\$ -	\$ 1,300	\$ -	\$ -

**SCHEDULE H, LINE 4a -
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
December 31, 2016**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	
\$ 1,004,002	\$ -	\$ 1,300	\$ -	\$ -