

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 ☐ the DFVC program	
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>AAA ALLIED GROUP, INC EMPLOYEES 401(K) PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>002</u>
		1c	Effective date of plan <u>01/01/1990</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>AAA ALLIED GROUP, INC.</u> <u>15 WEST CENTRAL PARKWAY</u> <u>CINCINNATI, OH 45202-1094</u>	2b	Employer Identification Number (EIN) <u>31-1811453</u>
		2c	Plan Sponsor's telephone number <u>513-762-3100</u>
		2d	Business code (see instructions) <u>488990</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.	08/23/2019	CHRISTINE CARUSO
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

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

Form 5500 (2016)
v. 160205

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	2623
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)	2257
a(2) Total number of active participants at the end of the plan year		6a(2)	0
b Retired or separated participants receiving benefits.....		6b	0
c Other retired or separated participants entitled to future benefits		6c	0
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	0
f Total. Add lines 6d and 6e		6f	0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	0
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: 2G 2J 2K 2T 3D 2E 2F			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(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 Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 AAA ALLIED GROUP, INC EMPLOYEES 401(K) PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 AAA ALLIED GROUP, INC.	D Employer Identification Number (EIN) 31-1811453	

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
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

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

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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)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
37 60 64 65	RECORDKEEPER	107468	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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
ABF SM CAP VAL INST - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.04%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
ABF TLC INCOME EQ IS - BOSTON FINA 04-2526037	0.04%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
ALZGI NFJ DIV VAL I - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.10%	

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
COL SEL LGCAP GRTH Z - COLUMBIA MG PO BOX 8081 BOSTON, MA 02266	0.40%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
DODGE & COX INTL STK - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.	
HARTFORD MID CAP Y - HARTFORD ADMI	0.10%	
41-0679409		

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
IVY MID CAP GROWTH I - WI SERVICES P.O. BOX 29217 SHAWNEE MISSION, KS 66201		0.10%
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
MSIF SMALL CO GRTH I - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266		0.15%
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(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.
TRP QM US SM-CP GR - T. ROWE PRICE 52-2269240		0.15%

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 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>AAA ALLIED GROUP, INC EMPLOYEES 401(K) PLAN</u>	B Three-digit plan number (PN) ► <u>002</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AAA ALLIED GROUP, INC.</u>	D Employer Identification Number (EIN) <u>31-1811453</u>

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1

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

c EIN-PN <u>04-3022712-024</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**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) Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>		
A Name of plan <u>AAA ALLIED GROUP, INC EMPLOYEES 401(K) PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AAA ALLIED GROUP, INC.</u>	D Employer Identification Number (EIN) <u>31-1811453</u>	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	165820	0
(2) Participant contributions	1b(2)	12278	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	0	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	2348093	0
(9) Value of interest in common/collective trusts	1c(9)	7120700	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	68749621	0
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	78396512	0

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
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	78396512	0
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	3308819	
(B) Participants	2a(1)(B)	5055478	
(C) Others (including rollovers)	2a(1)(C)	428823	
(2) Noncash contributions	2a(2)	0	8793120
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	106843	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		106843
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2794157	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2794157
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		41446
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		3307242
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		15042808

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	12010525	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		12010525
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		4934
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other	2i(4)	107661	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		107661
j Total expenses. Add all expense amounts in column (b) and enter total	2j		12123120

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2919688
l Transfers of assets:			
(1) To this plan.....	2l(1)		4098436
(2) From this plan.....	2l(2)		85414636

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: PWC

(2) EIN: 13-4008324

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

	Yes	No	Amount
4a	X		98348
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		4000000
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)
AAA CLUB ALLIANCE 401K RETIREMENT SAVINGS PLAN	23-0758010	503

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>AAA ALLIED GROUP, INC EMPLOYEES 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AAA ALLIED GROUP, INC.</u>	D Employer Identification Number (EIN) <u>31-1811453</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	
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>04-6568107</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
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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 / / .	

AAA Allied Group, Inc.

Employees 401(k) Plan

**Financial Statements and Supplemental Schedule
December 31, 2016 and 2015**

AAA Allied Group, Inc. Employees 401(k) Plan

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* Other supplemental schedules required by Section 2520.103-10 of the Department of Labor Rules and Regulations for Reporting and Disclosures under ERISA have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of AAA Allied Group, Inc. Employees 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of AAA Allied Group, Inc. Employees 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2016, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility for the 2016 Financial Statements

Our responsibility is to express an opinion on the 2016 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 on the 2016 financial statements.

Basis for Disclaimer of Opinion on the 2016 Financial Statements

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 6, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the 2016 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended 2016 that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion on the 2016 Financial Statements

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 on the 2016 financial statements. Accordingly, we do not express an opinion on the 2016 financial statements as a whole.



Other Matters

2015 Financial Statements

The financial statements of the Plan as of December 31, 2015 were audited by predecessor auditors. 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 the predecessor auditors not to perform and they did not perform, any auditing procedures with respect to the information summarized in Note G, which was certified by Fidelity Management Trust Company the trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. Their report, dated October 17, 2016, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the 2015 financial statements and (b) the form and content of the information included in the 2015 financial statements other than that derived from the information certified by the trustee, were 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.

Supplementary Information

The supplemental schedule of assets (held at end of year) as of December 31, 2016 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 this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations 2016

The form and content of the information included in the 2016 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania
October 16, 2017

AAA Allied Group, Inc. Employees 401(k) Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments at fair value	\$ 82,710,500	\$ 75,822,022
Notes receivable from participants	2,704,136	2,367,770
Employee contribution receivable	-	12,278
Employer contribution receivable	-	165,820
	<u>85,414,636</u>	<u>78,367,890</u>
Liabilities		
Due to to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>	<u>-</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 78,367,890</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2016

Additions

Contributions	
Participants	\$ 5,055,478
Employer	3,308,819
Rollovers	428,823
Total contributions	<u>8,793,120</u>

Interest income on notes receivable from participants	<u>107,720</u>
Investment income	
Interest and dividend income	2,883,885
Net appreciation in fair value of investments	3,281,771
Net investment income	<u>6,165,656</u>
Total additions	<u>15,066,496</u>

Deductions

Benefit paid to participants	12,010,525
Administrative expenses	107,661
Total deductions	<u>12,118,186</u>
Net increase prior to plan mergers	2,948,310
Transfer from AAA Northwest Ohio 401(k) (Note 1)	4,098,436
Transfer to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>
Net decrease	(78,367,890)

Net assets available for benefits

Beginning of year	<u>78,367,890</u>
End of year	<u>\$ -</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

1. Description of Plan

The following description of the AAA Allied Group, Inc. Employees 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. On January 1, 2016, the Plan Sponsor merged with AAA Mid Atlantic, Inc., with AAA Mid Atlantic, Inc. as the surviving corporation. The combined organization was renamed AAA Club Alliance, Inc. As such, effective January 1, 2016, AAA Club Alliance, Inc. became the sponsor of the Plan. Also, on January 1, 2016, the Employees' Savings and Investment Plan of AAA Northwest Ohio merged with and into the Plan, which resulted in an increase to the Plan's net assets available for benefits of \$4,098,436.

General

The Plan is a defined contribution plan covering substantially all employees of AAA Allied Group, Inc. ("Employer" or "Plan Sponsor"). Employees of AAA Allied Group, Inc., AAA Cincinnati Insurance Service, Inc. and Provident Travel (collectively, "AAA") are eligible to participate in the Plan when the employee had been employed for one month or more and had attained age twenty-one. Employees of Bob Sumerel Tire and Service Co. LLC ("BSTS"), a subsidiary of the Plan Sponsor, are eligible to participate in the Plan when the employees had been employed for one month or more, and had attained age twenty-one. Employees of BSTS are eligible for the Employer match when they had been employed for one year, with at least 1,000 hours of service. Employees of AAA are eligible for the employer match when participation in the Plan begins. AAA and BSTS employees are automatically enrolled in the Plan at a 3% contribution rate upon attaining eligibility. The Plan is subjected to the provision of the Employee Retirement Income Security Act of 1984 ("ERISA"), as amended.

Contributions

Each year, participants in the Plan could contribute between 1% and 60% of their pretax earnings as defined in the Plan agreement. Participants who had attained age 50 before the end of the Plan year are eligible to make catch up contributions. Participants could also contribute amounts representing distributions from other qualified defined benefit or define contribution plans. Such contributions were not subject to the Employer's matching contributions. Participants directed the investment of their contributions into various investment options offered by the Plan. Employers matching contributions for AAA employees were limited to 100% on the first 6% of compensation contributed by the participants. Employer matching contributions for BSTS employees were discretionary and for the years ended December 31, 2016 and 2015, were limited to 50% on the first 4% of compensation contributed by the participants.

Participants Accounts

Each participants accounts was credited with 1) any voluntary participants contributions 2) matching contributions, as defined, made by the employer, and 3) and allocation of plan earnings (losses). Allocations were based on methods as defined in the Plan agreement. A participant's benefits was equal to that amount that can be provided under the Plan agreement from the participant's vested account.

Participants could elect to invest their accounts in several mutual funds and a collective trust. Participants could change their deferral percentage and allocation options at any time.

Payment of Benefits

On termination of service retirement, or disability a participant could elect to receive either a lump-sum amount equal to the vested value of the participant's account, or a rollover to a qualified retirement plan. The Plan allowed for hardship withdrawals of participant deferrals in cases of

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

financial need as defined in the Plan document. At age 59^{1/2}, a participant could elect to withdraw all or a portion of his or her account. At age 70^{1/2}, participants were required by law to receive a minimum required distribution as defined in the Plan document.

Vesting

Participants were immediately vested in their voluntary contributions plus actual earnings thereon. AAA employees were immediately vested in the Employer contribution portion of their account. BSTS employees vest in the Employer contribution portion of their account based on years of service and 100% vested after six years of credited service.

Forfeitures

Forfeitures may be used to pay Plan expenses not paid by the Employer or to reduce Employer contributions. For the year ended December 31, 2016, \$7,058 of forfeitures were used to reduce Employer contributions. Unallocated forfeitures were \$0 and \$7,301 at December 31, 2016 and 2015, respectively.

Notes Receivables from Participants

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 or 50% of their account balance, whichever was less. Loans were paid ratably through payroll deductions over periods ranging up to five years or ten years (for the purchase of primary residence). The loans were secured by the balance in the participant's account and bear interest at rates that range from 4.5% to 9.5%, which were commensurate with local prevailing rates as determined quarterly by the Plan Administrator.

2 Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan were prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Use of Estimates

In preparing financial statements in conformity with US GAAP, management made estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investment in mutual funds are reported at fair value. Determination of fair value is the responsibility of the AAA Club Alliance Benefit Committee. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's investment in the collective trust is stated at fair value.

The common/collective trust ("CCT") fund is valued at fair value at NAV practical expedient. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. There are no

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

unfunded commitments with respect to these investments, however, they may be subject to redemption restrictions, at the trustee's discretion, to the extent that it is determined such actions would disrupt management of the fund.

Purchases and sales of securities were recorded on a trade date basis. Dividends were recorded on the ex-dividend date. Interest income was recorded on the accrual basis. Net appreciation (depreciation) in fair value of investments included the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants were measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income was recorded on the accrual basis. Delinquent participant loans were reclassified as distributions based upon the terms of the Plan agreement. No allowance for credit losses had been recorded as of December 31, 2016 and 2015.

Payment of Benefits

Benefits were recorded when paid.

Administrative Expenses

All administrative expenses were paid by the Plan. Investment-related expenses were included in net appreciation in fair value of investments.

New Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board issued ASU 2015-07, *Fair Value Measurement (Topic 820) Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)* (the "Update"), which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The reporting entity should continue to disclose information on investments for which fair value is measured at net asset value (or its equivalent) as a practical expedient to help users understand the nature and risks of the investments and whether the investments, if sold, are probable of being sold at amounts different from net asset value. The Update is effective for public entities for fiscal years beginning after December 31, 2015. For all other entities the Update is effective for fiscal years beginning after December 31, 2016. Early adoption is allowed and the reporting entity should apply the Update retrospectively to all periods presented. The Plan elected to early adopt the ASU and determined it did not have a material impact on the financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures, and provides for a measurement-date practical expedient. This ASU is effective for fiscal years beginning after December 15, 2015, with early application permitted. Part II has been applied retrospectively to these financial statements and Parts I and III are not applicable to the Plan. The adoption of ASU 2015-12 did not have a material effect on the Plan's financial condition and results of operations.

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

3. Fair Value Measurements

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification (ASC, 820, *Fair Value Measurement and Disclosures*) establishes a framework for measuring fair value and expands disclosures about fair value measurements in financial statements. That framework 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 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan had 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 had a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There had been no changes in the methodologies used at December 31, 2016 and 2015.

Registered Investment Companies

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

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

Collective Trust Fund

Valued at the fair value by using the net asset value practical expedient. Investments valued at NAV as a practical expedient, as of December 31, 2016 and 2015, consist of the Common Collective Trust ("CCT"). The CCT sought to preserve principal investment while earning interest income. The CCT would try to maintain a stable \$1 unit price, but it cannot guarantee that it could be able to do so. The yield of CCT could fluctuate. The CCT invested in investment contracts (wrap contracts) issued by insurance companies and other financial institutions, fixed income securities, and money market funds to provide daily liquidity.

The CCT allowed for daily liquidity with no additional days' notice required for redemption for participant directed transactions. The fair value of the CCT at December 31, 2016 and 2015 was \$5,918,946 and \$7,072,401, respectively. If the Plan initiated a full redemption of the CCT, the investment advisor reserved the right to temporarily delay withdrawal from the trust for up to twelve months in order to ensure that securities liquidations will be carried out in an orderly manner. There were no unfunded commitments to the CCT.

The methods described above could produce a fair value calculation that could not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believed its valuation methods were appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date. There have been no transfers between levels and no changes in the methodologies from 2015 to 2016.

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

	Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 76,791,554	\$ -	\$ -	\$ 76,791,554
	<u>\$ 76,791,554</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 76,791,554</u>
Common/collective trust fund ^(a)				5,918,946
Total investments at fair value				<u>\$ 82,710,500</u>

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

	Assets at Fair Value as of December 31, 2015			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 68,749,621	\$ -	\$ -	\$ 68,749,621
	<u>\$ 68,749,621</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 68,749,621</u>
Common/collective trust fund ^(a)				7,072,401
Total investments at fair value				<u>\$ 75,822,022</u>

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

- (a) In accordance with ASU 2015-07, certain investments reported at fair value using the net asset value practical expedient have been excluded from the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented on the statements of net assets available for benefits.

4. Plan Termination

Although it had not expressed any intent to do so, the Employer had the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will remain 100% vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

5. Tax Status

The Plan is a volume submitter plan that has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2014, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is tax-exempt. In accordance with Revenue Procedure 2010-6 and Announcement 2005-16, the Company has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take necessary steps to maintain the Plan's qualified status. As a result, the Plan administrator believes the Plan is qualified and therefore, the related trust is exempt from taxation.

US GAAP required Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization had taken uncertain positions that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan was subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax years in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2013.

6. Information Certified by Trustee

The Plan Administrator had elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, (the "Trustee") had certified that the following data included in the accompanying financial statements and supplemental schedule are complete and accurate:

- Investments, at fair value and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- Interest and dividend income; net appreciation in fair value of investments; and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- Schedule H Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016.

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

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

7. Related Party and Party-in-Interest Transactions

Certain Plan investments were shares of mutual funds and a collective trust managed by Fidelity Investments. Fidelity Investments was a related party to the Trustee as defined by the Plan and, therefore, these transactions qualified as party in-interest transactions. Fees paid by the Plan for the investment management and administrative services were \$107,661 for the year ended December 31, 2016.

8. Delinquent Participant Contributions

At December 31, 2015, there was a deemed loan of \$98,348, made to the Employer when certain participants' contributions were not remitted to the trust on a timely basis. Under Department of labor regulations, participant deferrals must be deposited "as soon as administratively feasible". "As soon as administratively feasible" is understood to be as soon as the contributions can be reasonably segregated from the general assets of the employer. Estimated lost earnings to the participants were \$101 related to contributions and 2015.

9. Risks and Uncertainties

Plan investments were exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it was at least reasonably possible that changes in the values of investment securities could 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.

10. Reconciliation of Form 5500 to Financial Statements

The following reconciles net income per the Form 5500 to net increase in net assets available for benefits per the financial statements for the year ended December 31, 2015:

Net income per the Form 5500	\$ 2,919,688
Change in adjustment of fair value	23,459
Amounts deemed distributed	<u>5,163</u>
Net increase in net assets available for benefits per the financial statements	<u>\$ 2,948,310</u>

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

The following reconciles the net assets available for benefits per the Form 5500 to the financial statements as of December 31:

	2015
Net assets available for benefits per the Form 5500	\$ 78,396,512
Adjustment of fair value	(48,299)
Deemed distributed loans with no post default payments	<u>19,677</u>
Net assets available for benefits per the financial statements	<u>\$ 78,367,890</u>

11. Subsequent Events

The Plan evaluated subsequent events through October 16, 2017, the date the financial statements were available to be issued. The Plan was not aware of any subsequent events which would require recognition or disclosure in the financial statements, except as follows: the Plan was amended to merge into the AAA Club Alliance Inc. 401(k) Retirement Savings Plan as of January 1, 2017, which resulted in a transfer of the Plan's net assets available for benefits of \$85,414,636 to the AAA Club Alliance Inc. 401(k) Retirement Savings Plan.

Supplemental Schedule

AAA Allied Group, Inc. Employees 401(k) Plan
Form 5500 E.I.N. 31-1811453
Schedule H, Line 4i –Schedule of Assets (Held at End of Year)
December 31, 2016

Identity of the Issue, Borrower, Lessor, or Similar Party	Description of Investments, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
TRP QM US Small Cap Growth	Registered investment company	**	\$ 1,592,317
INVS international Growth	Registered investment company	**	2,137,522
Col Sel Lg Cap	Registered investment company	**	3,918,312
Dodge & Cox International	Registered investment company	**	926,632
ABF TLC income	Registered investment company	**	7,226,778
ABF Small Cap	Registered investment company	**	1,802,960
Hartford Mid Cap	Registered investment company	**	3,046,730
AF Balanced	Registered investment company	**	2,850,925
Vanguard Mid Cap Value Index	Registered investment company	**	4,894,571
* Fidelity 500 Index	Registered investment company	**	4,985,374
* Fidelity Freedom K Income	Registered investment company	**	1,166,133
* Fidelity Freedom K 2005	Registered investment company	**	513,444
* Fidelity Freedom K 2010	Registered investment company	**	1,698,308
* Fidelity Freedom K 2015	Registered investment company	**	1,898,892
* Fidelity Freedom K 2020	Registered investment company	**	6,886,214
* Fidelity Freedom K 2025	Registered investment company	**	5,986,980
* Fidelity Freedom K 2030	Registered investment company	**	9,497,127
* Fidelity Freedom K 2035	Registered investment company	**	4,079,646
* Fidelity Freedom K 2040	Registered investment company	**	3,436,972
* Fidelity Freedom K 2045	Registered investment company	**	2,800,509
* Fidelity Freedom K 2050	Registered investment company	**	1,952,251
* Fidelity US Bond Index	Registered investment company	**	2,663,833
* Fidelity Freedom K 2055	Registered investment company	**	752,390
* Fidelity Freedom K 2060	Registered investment company	**	76,734
			<u>76,791,554</u>
* Fidelity MIP CL	Common/Collective Trust	**	5,918,946
* Participant Loans	Participants loans, various maturity dates ranging from 2017 to 2038 and interest rates ranging from 4.5% and 9.0%		2,704,136
			<u>\$ 85,414,636</u>

* Indicates a party-in-interest to the Plan

** Cost is not required for participant-directed investments

The above information was derived from data certified accurate and complete by Fidelity Management Trust Company, the Trustee of the Plan

AAA Allied Group, Inc.

Employees 401(k) Plan

**Financial Statements and Supplemental Schedule
December 31, 2016 and 2015**

AAA Allied Group, Inc. Employees 401(k) Plan

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* Other supplemental schedules required by Section 2520.103-10 of the Department of Labor Rules and Regulations for Reporting and Disclosures under ERISA have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of AAA Allied Group, Inc. Employees 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of AAA Allied Group, Inc. Employees 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2016, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility for the 2016 Financial Statements

Our responsibility is to express an opinion on the 2016 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 on the 2016 financial statements.

Basis for Disclaimer of Opinion on the 2016 Financial Statements

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 6, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the 2016 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended 2016 that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion on the 2016 Financial Statements

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 on the 2016 financial statements. Accordingly, we do not express an opinion on the 2016 financial statements as a whole.



Other Matters

2015 Financial Statements

The financial statements of the Plan as of December 31, 2015 were audited by predecessor auditors. 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 the predecessor auditors not to perform and they did not perform, any auditing procedures with respect to the information summarized in Note G, which was certified by Fidelity Management Trust Company the trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. Their report, dated October 17, 2016, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the 2015 financial statements and (b) the form and content of the information included in the 2015 financial statements other than that derived from the information certified by the trustee, were 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.

Supplementary Information

The supplemental schedule of assets (held at end of year) as of December 31, 2016 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 this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations 2016

The form and content of the information included in the 2016 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania
October 16, 2017

AAA Allied Group, Inc. Employees 401(k) Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments at fair value	\$ 82,710,500	\$ 75,822,022
Notes receivable from participants	2,704,136	2,367,770
Employee contribution receivable	-	12,278
Employer contribution receivable	-	165,820
	<u>85,414,636</u>	<u>78,367,890</u>
Liabilities		
Due to to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>	<u>-</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 78,367,890</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2016

Additions

Contributions	
Participants	\$ 5,055,478
Employer	3,308,819
Rollovers	428,823
Total contributions	<u>8,793,120</u>

Interest income on notes receivable from participants	<u>107,720</u>
Investment income	
Interest and dividend income	2,883,885
Net appreciation in fair value of investments	3,281,771
Net investment income	<u>6,165,656</u>
Total additions	<u>15,066,496</u>

Deductions

Benefit paid to participants	12,010,525
Administrative expenses	107,661
Total deductions	<u>12,118,186</u>
Net increase prior to plan mergers	2,948,310
Transfer from AAA Northwest Ohio 401(k) (Note 1)	4,098,436
Transfer to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>
Net decrease	(78,367,890)

Net assets available for benefits

Beginning of year	<u>78,367,890</u>
End of year	<u>\$ -</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

1. Description of Plan

The following description of the AAA Allied Group, Inc. Employees 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. On January 1, 2016, the Plan Sponsor merged with AAA Mid Atlantic, Inc., with AAA Mid Atlantic, Inc. as the surviving corporation. The combined organization was renamed AAA Club Alliance, Inc. As such, effective January 1, 2016, AAA Club Alliance, Inc. became the sponsor of the Plan. Also, on January 1, 2016, the Employees' Savings and Investment Plan of AAA Northwest Ohio merged with and into the Plan, which resulted in an increase to the Plan's net assets available for benefits of \$4,098,436.

General

The Plan is a defined contribution plan covering substantially all employees of AAA Allied Group, Inc. ("Employer" or "Plan Sponsor"). Employees of AAA Allied Group, Inc., AAA Cincinnati Insurance Service, Inc. and Provident Travel (collectively, "AAA") are eligible to participate in the Plan when the employee had been employed for one month or more and had attained age twenty-one. Employees of Bob Sumerel Tire and Service Co. LLC ("BSTS"), a subsidiary of the Plan Sponsor, are eligible to participate in the Plan when the employees had been employed for one month or more, and had attained age twenty-one. Employees of BSTS are eligible for the Employer match when they had been employed for one year, with at least 1,000 hours of service. Employees of AAA are eligible for the employer match when participation in the Plan begins. AAA and BSTS employees are automatically enrolled in the Plan at a 3% contribution rate upon attaining eligibility. The Plan is subjected to the provision of the Employee Retirement Income Security Act of 1984 ("ERISA"), as amended.

Contributions

Each year, participants in the Plan could contribute between 1% and 60% of their pretax earnings as defined in the Plan agreement. Participants who had attained age 50 before the end of the Plan year are eligible to make catch up contributions. Participants could also contribute amounts representing distributions from other qualified defined benefit or define contribution plans. Such contributions were not subject to the Employer's matching contributions. Participants directed the investment of their contributions into various investment options offered by the Plan. Employers matching contributions for AAA employees were limited to 100% on the first 6% of compensation contributed by the participants. Employer matching contributions for BSTS employees were discretionary and for the years ended December 31, 2016 and 2015, were limited to 50% on the first 4% of compensation contributed by the participants.

Participants Accounts

Each participants accounts was credited with 1) any voluntary participants contributions 2) matching contributions, as defined, made by the employer, and 3) and allocation of plan earnings (losses). Allocations were based on methods as defined in the Plan agreement. A participant's benefits was equal to that amount that can be provided under the Plan agreement from the participant's vested account.

Participants could elect to invest their accounts in several mutual funds and a collective trust. Participants could change their deferral percentage and allocation options at any time.

Payment of Benefits

On termination of service retirement, or disability a participant could elect to receive either a lump-sum amount equal to the vested value of the participant's account, or a rollover to a qualified retirement plan. The Plan allowed for hardship withdrawals of participant deferrals in cases of

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

financial need as defined in the Plan document. At age 59^{1/2}, a participant could elect to withdraw all or a portion of his or her account. At age 70^{1/2}, participants were required by law to receive a minimum required distribution as defined in the Plan document.

Vesting

Participants were immediately vested in their voluntary contributions plus actual earnings thereon. AAA employees were immediately vested in the Employer contribution portion of their account. BSTS employees vest in the Employer contribution portion of their account based on years of service and 100% vested after six years of credited service.

Forfeitures

Forfeitures may be used to pay Plan expenses not paid by the Employer or to reduce Employer contributions. For the year ended December 31, 2016, \$7,058 of forfeitures were used to reduce Employer contributions. Unallocated forfeitures were \$0 and \$7,301 at December 31, 2016 and 2015, respectively.

Notes Receivables from Participants

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 or 50% of their account balance, whichever was less. Loans were paid ratably through payroll deductions over periods ranging up to five years or ten years (for the purchase of primary residence). The loans were secured by the balance in the participant's account and bear interest at rates that range from 4.5% to 9.5%, which were commensurate with local prevailing rates as determined quarterly by the Plan Administrator.

2 Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan were prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Use of Estimates

In preparing financial statements in conformity with US GAAP, management made estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investment in mutual funds are reported at fair value. Determination of fair value is the responsibility of the AAA Club Alliance Benefit Committee. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's investment in the collective trust is stated at fair value.

The common/collective trust ("CCT") fund is valued at fair value at NAV practical expedient. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. There are no

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

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unfunded commitments with respect to these investments, however, they may be subject to redemption restrictions, at the trustee's discretion, to the extent that it is determined such actions would disrupt management of the fund.

Purchases and sales of securities were recorded on a trade date basis. Dividends were recorded on the ex-dividend date. Interest income was recorded on the accrual basis. Net appreciation (depreciation) in fair value of investments included the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants were measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income was recorded on the accrual basis. Delinquent participant loans were reclassified as distributions based upon the terms of the Plan agreement. No allowance for credit losses had been recorded as of December 31, 2016 and 2015.

Payment of Benefits

Benefits were recorded when paid.

Administrative Expenses

All administrative expenses were paid by the Plan. Investment-related expenses were included in net appreciation in fair value of investments.

New Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board issued ASU 2015-07, *Fair Value Measurement (Topic 820) Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)* (the "Update"), which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The reporting entity should continue to disclose information on investments for which fair value is measured at net asset value (or its equivalent) as a practical expedient to help users understand the nature and risks of the investments and whether the investments, if sold, are probable of being sold at amounts different from net asset value. The Update is effective for public entities for fiscal years beginning after December 31, 2015. For all other entities the Update is effective for fiscal years beginning after December 31, 2016. Early adoption is allowed and the reporting entity should apply the Update retrospectively to all periods presented. The Plan elected to early adopt the ASU and determined it did not have a material impact on the financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures, and provides for a measurement-date practical expedient. This ASU is effective for fiscal years beginning after December 15, 2015, with early application permitted. Part II has been applied retrospectively to these financial statements and Parts I and III are not applicable to the Plan. The adoption of ASU 2015-12 did not have a material effect on the Plan's financial condition and results of operations.

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

3. Fair Value Measurements

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification (ASC, 820, *Fair Value Measurement and Disclosures*) establishes a framework for measuring fair value and expands disclosures about fair value measurements in financial statements. That framework 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 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan had 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 had a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There had been no changes in the methodologies used at December 31, 2016 and 2015.

Registered Investment Companies

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

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

Collective Trust Fund

Valued at the fair value by using the net asset value practical expedient. Investments valued at NAV as a practical expedient, as of December 31, 2016 and 2015, consist of the Common Collective Trust ("CCT"). The CCT sought to preserve principal investment while earning interest income. The CCT would try to maintain a stable \$1 unit price, but it cannot guarantee that it could be able to do so. The yield of CCT could fluctuate. The CCT invested in investment contracts (wrap contracts) issued by insurance companies and other financial institutions, fixed income securities, and money market funds to provide daily liquidity.

The CCT allowed for daily liquidity with no additional days' notice required for redemption for participant directed transactions. The fair value of the CCT at December 31, 2016 and 2015 was \$5,918,946 and \$7,072,401, respectively. If the Plan initiated a full redemption of the CCT, the investment advisor reserved the right to temporarily delay withdrawal from the trust for up to twelve months in order to ensure that securities liquidations will be carried out in an orderly manner. There were no unfunded commitments to the CCT.

The methods described above could produce a fair value calculation that could not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believed its valuation methods were appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date. There have been no transfers between levels and no changes in the methodologies from 2015 to 2016.

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

	Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 76,791,554	\$ -	\$ -	\$ 76,791,554
	<u>\$ 76,791,554</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 76,791,554</u>
Common/collective trust fund ^(a)				5,918,946
Total investments at fair value				<u>\$ 82,710,500</u>

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

	Assets at Fair Value as of December 31, 2015			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 68,749,621	\$ -	\$ -	\$ 68,749,621
	<u>\$ 68,749,621</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 68,749,621</u>
Common/collective trust fund ^(a)				7,072,401
Total investments at fair value				<u>\$ 75,822,022</u>

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

- (a) In accordance with ASU 2015-07, certain investments reported at fair value using the net asset value practical expedient have been excluded from the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented on the statements of net assets available for benefits.

4. Plan Termination

Although it had not expressed any intent to do so, the Employer had the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will remain 100% vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

5. Tax Status

The Plan is a volume submitter plan that has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2014, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is tax-exempt. In accordance with Revenue Procedure 2010-6 and Announcement 2005-16, the Company has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take necessary steps to maintain the Plan's qualified status. As a result, the Plan administrator believes the Plan is qualified and therefore, the related trust is exempt from taxation.

US GAAP required Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization had taken uncertain positions that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan was subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax years in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2013.

6. Information Certified by Trustee

The Plan Administrator had elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, (the "Trustee") had certified that the following data included in the accompanying financial statements and supplemental schedule are complete and accurate:

- Investments, at fair value and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- Interest and dividend income; net appreciation in fair value of investments; and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- Schedule H Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016.

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

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

7. Related Party and Party-in-Interest Transactions

Certain Plan investments were shares of mutual funds and a collective trust managed by Fidelity Investments. Fidelity Investments was a related party to the Trustee as defined by the Plan and, therefore, these transactions qualified as party in-interest transactions. Fees paid by the Plan for the investment management and administrative services were \$107,661 for the year ended December 31, 2016.

8. Delinquent Participant Contributions

At December 31, 2015, there was a deemed loan of \$98,348, made to the Employer when certain participants' contributions were not remitted to the trust on a timely basis. Under Department of labor regulations, participant deferrals must be deposited "as soon as administratively feasible". "As soon as administratively feasible" is understood to be as soon as the contributions can be reasonably segregated from the general assets of the employer. Estimated lost earnings to the participants were \$101 related to contributions and 2015.

9. Risks and Uncertainties

Plan investments were exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it was at least reasonably possible that changes in the values of investment securities could 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.

10. Reconciliation of Form 5500 to Financial Statements

The following reconciles net income per the Form 5500 to net increase in net assets available for benefits per the financial statements for the year ended December 31, 2015:

Net income per the Form 5500	\$ 2,919,688
Change in adjustment of fair value	23,459
Amounts deemed distributed	<u>5,163</u>
Net increase in net assets available for benefits per the financial statements	<u>\$ 2,948,310</u>

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

The following reconciles the net assets available for benefits per the Form 5500 to the financial statements as of December 31:

	2015
Net assets available for benefits per the Form 5500	\$ 78,396,512
Adjustment of fair value	(48,299)
Deemed distributed loans with no post default payments	<u>19,677</u>
Net assets available for benefits per the financial statements	<u>\$ 78,367,890</u>

11. Subsequent Events

The Plan evaluated subsequent events through October 16, 2017, the date the financial statements were available to be issued. The Plan was not aware of any subsequent events which would require recognition or disclosure in the financial statements, except as follows: the Plan was amended to merge into the AAA Club Alliance Inc. 401(k) Retirement Savings Plan as of January 1, 2017, which resulted in a transfer of the Plan's net assets available for benefits of \$85,414,636 to the AAA Club Alliance Inc. 401(k) Retirement Savings Plan.

Supplemental Schedule

AAA Allied Group, Inc. Employees 401(k) Plan
Form 5500 E.I.N. 31-1811453
Schedule H, Line 4i –Schedule of Assets (Held at End of Year)
December 31, 2016

Identity of the Issue, Borrower, Lessor, or Similar Party	Description of Investments, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
TRP QM US Small Cap Growth	Registered investment company	**	\$ 1,592,317
INVS international Growth	Registered investment company	**	2,137,522
Col Sel Lg Cap	Registered investment company	**	3,918,312
Dodge & Cox International	Registered investment company	**	926,632
ABF TLC income	Registered investment company	**	7,226,778
ABF Small Cap	Registered investment company	**	1,802,960
Hartford Mid Cap	Registered investment company	**	3,046,730
AF Balanced	Registered investment company	**	2,850,925
Vanguard Mid Cap Value Index	Registered investment company	**	4,894,571
* Fidelity 500 Index	Registered investment company	**	4,985,374
* Fidelity Freedom K Income	Registered investment company	**	1,166,133
* Fidelity Freedom K 2005	Registered investment company	**	513,444
* Fidelity Freedom K 2010	Registered investment company	**	1,698,308
* Fidelity Freedom K 2015	Registered investment company	**	1,898,892
* Fidelity Freedom K 2020	Registered investment company	**	6,886,214
* Fidelity Freedom K 2025	Registered investment company	**	5,986,980
* Fidelity Freedom K 2030	Registered investment company	**	9,497,127
* Fidelity Freedom K 2035	Registered investment company	**	4,079,646
* Fidelity Freedom K 2040	Registered investment company	**	3,436,972
* Fidelity Freedom K 2045	Registered investment company	**	2,800,509
* Fidelity Freedom K 2050	Registered investment company	**	1,952,251
* Fidelity US Bond Index	Registered investment company	**	2,663,833
* Fidelity Freedom K 2055	Registered investment company	**	752,390
* Fidelity Freedom K 2060	Registered investment company	**	76,734
			<u>76,791,554</u>
* Fidelity MIP CL	Common/Collective Trust	**	5,918,946
* Participant Loans	Participants loans, various maturity dates ranging from 2017 to 2038 and interest rates ranging from 4.5% and 9.0%		2,704,136
			<u>\$ 85,414,636</u>

* Indicates a party-in-interest to the Plan

** Cost is not required for participant-directed investments

The above information was derived from data certified accurate and complete by Fidelity Management Trust Company, the Trustee of the Plan

AAA Allied Group, Inc.

Employees 401(k) Plan

**Financial Statements and Supplemental Schedule
December 31, 2016 and 2015**

AAA Allied Group, Inc. Employees 401(k) Plan

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* Other supplemental schedules required by Section 2520.103-10 of the Department of Labor Rules and Regulations for Reporting and Disclosures under ERISA have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of AAA Allied Group, Inc. Employees 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of AAA Allied Group, Inc. Employees 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2016, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility for the 2016 Financial Statements

Our responsibility is to express an opinion on the 2016 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters 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 on the 2016 financial statements.

Basis for Disclaimer of Opinion on the 2016 Financial Statements

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 6, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the 2016 financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended 2016 that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion on the 2016 Financial Statements

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 on the 2016 financial statements. Accordingly, we do not express an opinion on the 2016 financial statements as a whole.



Other Matters

2015 Financial Statements

The financial statements of the Plan as of December 31, 2015 were audited by predecessor auditors. 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 the predecessor auditors not to perform and they did not perform, any auditing procedures with respect to the information summarized in Note G, which was certified by Fidelity Management Trust Company the trustee of the Plan, except for comparing such information with the related information included in the 2015 financial statements. Their report, dated October 17, 2016, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the 2015 financial statements and (b) the form and content of the information included in the 2015 financial statements other than that derived from the information certified by the trustee, were 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.

Supplementary Information

The supplemental schedule of assets (held at end of year) as of December 31, 2016 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 this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations 2016

The form and content of the information included in the 2016 financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania
October 16, 2017

AAA Allied Group, Inc. Employees 401(k) Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments at fair value	\$ 82,710,500	\$ 75,822,022
Notes receivable from participants	2,704,136	2,367,770
Employee contribution receivable	-	12,278
Employer contribution receivable	-	165,820
	<u>85,414,636</u>	<u>78,367,890</u>
Liabilities		
Due to to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>	<u>-</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 78,367,890</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2016

Additions

Contributions	
Participants	\$ 5,055,478
Employer	3,308,819
Rollovers	428,823
Total contributions	<u>8,793,120</u>

Interest income on notes receivable from participants	<u>107,720</u>
Investment income	
Interest and dividend income	2,883,885
Net appreciation in fair value of investments	3,281,771
Net investment income	<u>6,165,656</u>
Total additions	<u>15,066,496</u>

Deductions

Benefit paid to participants	12,010,525
Administrative expenses	107,661
Total deductions	<u>12,118,186</u>
Net increase prior to plan mergers	2,948,310
Transfer from AAA Northwest Ohio 401(k) (Note 1)	4,098,436
Transfer to AAA Club Alliance Inc. 401(k) Retirement Savings Plan	<u>(85,414,636)</u>
Net decrease	(78,367,890)

Net assets available for benefits

Beginning of year	<u>78,367,890</u>
End of year	<u>\$ -</u>

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

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

1. Description of Plan

The following description of the AAA Allied Group, Inc. Employees 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. On January 1, 2016, the Plan Sponsor merged with AAA Mid Atlantic, Inc., with AAA Mid Atlantic, Inc. as the surviving corporation. The combined organization was renamed AAA Club Alliance, Inc. As such, effective January 1, 2016, AAA Club Alliance, Inc. became the sponsor of the Plan. Also, on January 1, 2016, the Employees' Savings and Investment Plan of AAA Northwest Ohio merged with and into the Plan, which resulted in an increase to the Plan's net assets available for benefits of \$4,098,436.

General

The Plan is a defined contribution plan covering substantially all employees of AAA Allied Group, Inc. ("Employer" or "Plan Sponsor"). Employees of AAA Allied Group, Inc., AAA Cincinnati Insurance Service, Inc. and Provident Travel (collectively, "AAA") are eligible to participate in the Plan when the employee had been employed for one month or more and had attained age twenty-one. Employees of Bob Sumerel Tire and Service Co. LLC ("BSTS"), a subsidiary of the Plan Sponsor, are eligible to participate in the Plan when the employees had been employed for one month or more, and had attained age twenty-one. Employees of BSTS are eligible for the Employer match when they had been employed for one year, with at least 1,000 hours of service. Employees of AAA are eligible for the employer match when participation in the Plan begins. AAA and BSTS employees are automatically enrolled in the Plan at a 3% contribution rate upon attaining eligibility. The Plan is subjected to the provision of the Employee Retirement Income Security Act of 1984 ("ERISA"), as amended.

Contributions

Each year, participants in the Plan could contribute between 1% and 60% of their pretax earnings as defined in the Plan agreement. Participants who had attained age 50 before the end of the Plan year are eligible to make catch up contributions. Participants could also contribute amounts representing distributions from other qualified defined benefit or define contribution plans. Such contributions were not subject to the Employer's matching contributions. Participants directed the investment of their contributions into various investment options offered by the Plan. Employers matching contributions for AAA employees were limited to 100% on the first 6% of compensation contributed by the participants. Employer matching contributions for BSTS employees were discretionary and for the years ended December 31, 2016 and 2015, were limited to 50% on the first 4% of compensation contributed by the participants.

Participants Accounts

Each participants accounts was credited with 1) any voluntary participants contributions 2) matching contributions, as defined, made by the employer, and 3) and allocation of plan earnings (losses). Allocations were based on methods as defined in the Plan agreement. A participant's benefits was equal to that amount that can be provided under the Plan agreement from the participant's vested account.

Participants could elect to invest their accounts in several mutual funds and a collective trust. Participants could change their deferral percentage and allocation options at any time.

Payment of Benefits

On termination of service retirement, or disability a participant could elect to receive either a lump-sum amount equal to the vested value of the participant's account, or a rollover to a qualified retirement plan. The Plan allowed for hardship withdrawals of participant deferrals in cases of

AAA Allied Group, Inc. Employees 401(k) Plan

Notes to Financial Statements

December 31, 2016 and 2015

financial need as defined in the Plan document. At age 59^{1/2}, a participant could elect to withdraw all or a portion of his or her account. At age 70^{1/2}, participants were required by law to receive a minimum required distribution as defined in the Plan document.

Vesting

Participants were immediately vested in their voluntary contributions plus actual earnings thereon. AAA employees were immediately vested in the Employer contribution portion of their account. BSTS employees vest in the Employer contribution portion of their account based on years of service and 100% vested after six years of credited service.

Forfeitures

Forfeitures may be used to pay Plan expenses not paid by the Employer or to reduce Employer contributions. For the year ended December 31, 2016, \$7,058 of forfeitures were used to reduce Employer contributions. Unallocated forfeitures were \$0 and \$7,301 at December 31, 2016 and 2015, respectively.

Notes Receivables from Participants

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 or 50% of their account balance, whichever was less. Loans were paid ratably through payroll deductions over periods ranging up to five years or ten years (for the purchase of primary residence). The loans were secured by the balance in the participant's account and bear interest at rates that range from 4.5% to 9.5%, which were commensurate with local prevailing rates as determined quarterly by the Plan Administrator.

2 Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plan were prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Use of Estimates

In preparing financial statements in conformity with US GAAP, management made estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investment in mutual funds are reported at fair value. Determination of fair value is the responsibility of the AAA Club Alliance Benefit Committee. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's investment in the collective trust is stated at fair value.

The common/collective trust ("CCT") fund is valued at fair value at NAV practical expedient. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner. There are no

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unfunded commitments with respect to these investments, however, they may be subject to redemption restrictions, at the trustee's discretion, to the extent that it is determined such actions would disrupt management of the fund.

Purchases and sales of securities were recorded on a trade date basis. Dividends were recorded on the ex-dividend date. Interest income was recorded on the accrual basis. Net appreciation (depreciation) in fair value of investments included the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants were measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income was recorded on the accrual basis. Delinquent participant loans were reclassified as distributions based upon the terms of the Plan agreement. No allowance for credit losses had been recorded as of December 31, 2016 and 2015.

Payment of Benefits

Benefits were recorded when paid.

Administrative Expenses

All administrative expenses were paid by the Plan. Investment-related expenses were included in net appreciation in fair value of investments.

New Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board issued ASU 2015-07, *Fair Value Measurement (Topic 820) Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)* (the "Update"), which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The reporting entity should continue to disclose information on investments for which fair value is measured at net asset value (or its equivalent) as a practical expedient to help users understand the nature and risks of the investments and whether the investments, if sold, are probable of being sold at amounts different from net asset value. The Update is effective for public entities for fiscal years beginning after December 31, 2015. For all other entities the Update is effective for fiscal years beginning after December 31, 2016. Early adoption is allowed and the reporting entity should apply the Update retrospectively to all periods presented. The Plan elected to early adopt the ASU and determined it did not have a material impact on the financial statements.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures, and provides for a measurement-date practical expedient. This ASU is effective for fiscal years beginning after December 15, 2015, with early application permitted. Part II has been applied retrospectively to these financial statements and Parts I and III are not applicable to the Plan. The adoption of ASU 2015-12 did not have a material effect on the Plan's financial condition and results of operations.

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3. Fair Value Measurements

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification (ASC, 820, *Fair Value Measurement and Disclosures*) establishes a framework for measuring fair value and expands disclosures about fair value measurements in financial statements. That framework 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 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan had 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 had a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There had been no changes in the methodologies used at December 31, 2016 and 2015.

Registered Investment Companies

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

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Collective Trust Fund

Valued at the fair value by using the net asset value practical expedient. Investments valued at NAV as a practical expedient, as of December 31, 2016 and 2015, consist of the Common Collective Trust ("CCT"). The CCT sought to preserve principal investment while earning interest income. The CCT would try to maintain a stable \$1 unit price, but it cannot guarantee that it could be able to do so. The yield of CCT could fluctuate. The CCT invested in investment contracts (wrap contracts) issued by insurance companies and other financial institutions, fixed income securities, and money market funds to provide daily liquidity.

The CCT allowed for daily liquidity with no additional days' notice required for redemption for participant directed transactions. The fair value of the CCT at December 31, 2016 and 2015 was \$5,918,946 and \$7,072,401, respectively. If the Plan initiated a full redemption of the CCT, the investment advisor reserved the right to temporarily delay withdrawal from the trust for up to twelve months in order to ensure that securities liquidations will be carried out in an orderly manner. There were no unfunded commitments to the CCT.

The methods described above could produce a fair value calculation that could not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believed its valuation methods were appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date. There have been no transfers between levels and no changes in the methodologies from 2015 to 2016.

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

	Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 76,791,554	\$ -	\$ -	\$ 76,791,554
	<u>\$ 76,791,554</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 76,791,554</u>
Common/collective trust fund ^(a)				5,918,946
Total investments at fair value				<u>\$ 82,710,500</u>

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

	Assets at Fair Value as of December 31, 2015			
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 68,749,621	\$ -	\$ -	\$ 68,749,621
	<u>\$ 68,749,621</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 68,749,621</u>
Common/collective trust fund ^(a)				7,072,401
Total investments at fair value				<u>\$ 75,822,022</u>

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- (a) In accordance with ASU 2015-07, certain investments reported at fair value using the net asset value practical expedient have been excluded from the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented on the statements of net assets available for benefits.

4. Plan Termination

Although it had not expressed any intent to do so, the Employer had the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will remain 100% vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

5. Tax Status

The Plan is a volume submitter plan that has received an opinion letter from the Internal Revenue Service (IRS) dated March 31, 2014, stating that the form of the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is tax-exempt. In accordance with Revenue Procedure 2010-6 and Announcement 2005-16, the Company has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take necessary steps to maintain the Plan's qualified status. As a result, the Plan administrator believes the Plan is qualified and therefore, the related trust is exempt from taxation.

US GAAP required Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization had taken uncertain positions that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan was subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax years in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2013.

6. Information Certified by Trustee

The Plan Administrator had elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Fidelity Management Trust Company, (the "Trustee") had certified that the following data included in the accompanying financial statements and supplemental schedule are complete and accurate:

- Investments, at fair value and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2016 and 2015.
- Interest and dividend income; net appreciation in fair value of investments; and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2016.
- Schedule H Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016.

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

7. Related Party and Party-in-Interest Transactions

Certain Plan investments were shares of mutual funds and a collective trust managed by Fidelity Investments. Fidelity Investments was a related party to the Trustee as defined by the Plan and, therefore, these transactions qualified as party in-interest transactions. Fees paid by the Plan for the investment management and administrative services were \$107,661 for the year ended December 31, 2016.

8. Delinquent Participant Contributions

At December 31, 2015, there was a deemed loan of \$98,348, made to the Employer when certain participants' contributions were not remitted to the trust on a timely basis. Under Department of labor regulations, participant deferrals must be deposited "as soon as administratively feasible". "As soon as administratively feasible" is understood to be as soon as the contributions can be reasonably segregated from the general assets of the employer. Estimated lost earnings to the participants were \$101 related to contributions and 2015.

9. Risks and Uncertainties

Plan investments were exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it was at least reasonably possible that changes in the values of investment securities could 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.

10. Reconciliation of Form 5500 to Financial Statements

The following reconciles net income per the Form 5500 to net increase in net assets available for benefits per the financial statements for the year ended December 31, 2015:

Net income per the Form 5500	\$ 2,919,688
Change in adjustment of fair value	23,459
Amounts deemed distributed	<u>5,163</u>
Net increase in net assets available for benefits per the financial statements	<u>\$ 2,948,310</u>

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The following reconciles the net assets available for benefits per the Form 5500 to the financial statements as of December 31:

	2015
Net assets available for benefits per the Form 5500	\$ 78,396,512
Adjustment of fair value	(48,299)
Deemed distributed loans with no post default payments	<u>19,677</u>
Net assets available for benefits per the financial statements	<u>\$ 78,367,890</u>

11. Subsequent Events

The Plan evaluated subsequent events through October 16, 2017, the date the financial statements were available to be issued. The Plan was not aware of any subsequent events which would require recognition or disclosure in the financial statements, except as follows: the Plan was amended to merge into the AAA Club Alliance Inc. 401(k) Retirement Savings Plan as of January 1, 2017, which resulted in a transfer of the Plan's net assets available for benefits of \$85,414,636 to the AAA Club Alliance Inc. 401(k) Retirement Savings Plan.

Supplemental Schedule

AAA Allied Group, Inc. Employees 401(k) Plan
Form 5500 E.I.N. 31-1811453
Schedule H, Line 4i –Schedule of Assets (Held at End of Year)
December 31, 2016

Identity of the Issue, Borrower, Lessor, or Similar Party	Description of Investments, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
TRP QM US Small Cap Growth	Registered investment company	**	\$ 1,592,317
INVS international Growth	Registered investment company	**	2,137,522
Col Sel Lg Cap	Registered investment company	**	3,918,312
Dodge & Cox International	Registered investment company	**	926,632
ABF TLC income	Registered investment company	**	7,226,778
ABF Small Cap	Registered investment company	**	1,802,960
Hartford Mid Cap	Registered investment company	**	3,046,730
AF Balanced	Registered investment company	**	2,850,925
Vanguard Mid Cap Value Index	Registered investment company	**	4,894,571
* Fidelity 500 Index	Registered investment company	**	4,985,374
* Fidelity Freedom K Income	Registered investment company	**	1,166,133
* Fidelity Freedom K 2005	Registered investment company	**	513,444
* Fidelity Freedom K 2010	Registered investment company	**	1,698,308
* Fidelity Freedom K 2015	Registered investment company	**	1,898,892
* Fidelity Freedom K 2020	Registered investment company	**	6,886,214
* Fidelity Freedom K 2025	Registered investment company	**	5,986,980
* Fidelity Freedom K 2030	Registered investment company	**	9,497,127
* Fidelity Freedom K 2035	Registered investment company	**	4,079,646
* Fidelity Freedom K 2040	Registered investment company	**	3,436,972
* Fidelity Freedom K 2045	Registered investment company	**	2,800,509
* Fidelity Freedom K 2050	Registered investment company	**	1,952,251
* Fidelity US Bond Index	Registered investment company	**	2,663,833
* Fidelity Freedom K 2055	Registered investment company	**	752,390
* Fidelity Freedom K 2060	Registered investment company	**	76,734
			<u>76,791,554</u>
* Fidelity MIP CL	Common/Collective Trust	**	5,918,946
* Participant Loans	Participants loans, various maturity dates ranging from 2017 to 2038 and interest rates ranging from 4.5% and 9.0%		2,704,136
			<u>\$ 85,414,636</u>

* Indicates a party-in-interest to the Plan

** Cost is not required for participant-directed investments

The above information was derived from data certified accurate and complete by Fidelity Management Trust Company, the Trustee of the Plan