

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2018 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information For calendar plan year 2018 or fiscal plan year beginning <u>01/01/2018</u> and ending <u>12/31/2018</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>PERFORCE SOFTWARE, INC., 401(K) PLAN</u>	1b Three-digit plan number (PN) ▶	<u>001</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>PERFORCE SOFTWARE, INC.</u> <u>400 1ST AVE N.</u> <u>SUITE 200</u> <u>MINNEAPOLIS, MN 55401</u>	1c Effective date of plan <u>01/01/1998</u>	2b Employer Identification Number (EIN) <u>94-3250959</u>	2c Plan Sponsor's telephone number <u>510-864-7400</u>
		2d Business code (see instructions) <u>541511</u>	

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/07/2019	BRIAN HOLSTEN
	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

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

Form 5500 (2018)
v. 171027

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 258
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 162 6a(2) 170 6b 6c 90 6d 260 6e 6f 260 6g 254 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: 2E 2F 2G 2J 2R 2T 3D b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ **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 2018 Form M-1 annual report. If the plan was not required to file the 2018 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 _____

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2018
		This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018		
A Name of plan PERFORCE SOFTWARE, INC., 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 PERFORCE SOFTWARE, INC.	D Employer Identification Number (EIN) 94-3250959	

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
CHARLES SCHWAB BANK
42-1558009

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
CHARLES SCHWAB INVESTMENT MGMT CO
94-3106735

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FINANCIAL DECISIONS
68-0236865

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
CHARLES SCHWAB INVESTMENT MGMT CO
94-1737782

(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)

CHARLES SCHWAB & CO, INC.

64-1737782

(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?
33 50 59 71	BROKER DEALER	1004	Yes ☒ No ☐	Yes ☒ No ☐		Yes ☒ No ☐

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

FINANCIAL DECISIONS

68-0236865

(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?
13 15 17 36 37 38 50 59 64 65	TPA RECORDKEEPER	10865	Yes ☐ No ☒	Yes ☐ No ☒		Yes ☐ No ☒

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

CHARLES SCHWAB BANK

42-1558009

(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?
19 25	CUSTODIAN	0	Yes ☒ No ☐	Yes ☒ No ☐	6806	Yes ☒ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(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 H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2018 This Form is Open to Public Inspection
For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018		
A Name of plan PERFORCE SOFTWARE, INC., 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 PERFORCE SOFTWARE, INC.	D Employer Identification Number (EIN) 94-3250959	

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	363303	290504
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	44428	38615
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	136	
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	1561653	1690735
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)	463902	357762
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	30470	27124
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	26141643	23084919
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	28605535	25489659

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k		

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	28605535	25489659
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	661564	
(B) Participants	2a(1)(B)	1840289	
(C) Others (including rollovers)	2a(1)(C)	695990	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3197843

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	15267	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	1019	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		16286

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	9902	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	819658	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		829560

(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	7710462	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	7094870	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		615592
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-48153	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-48153

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-3179759
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		1431369

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4536380	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		4536380
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)	10865	
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		10865
j Total expenses. Add all expense amounts in column (b) and enter total	2j		4547245

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-3115876
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

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

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

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

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

☒ Yes ☐ No

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

(1) Name: SINGERLEWAK

(2) EIN: 95-2302617

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		7859
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.)		X	
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.).....		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		1000000
4e	X		1000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
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?.....		X	
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?.....		X	
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.)	X		
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.)		X	
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?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

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

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

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

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION
FOR THE YEAR ENDED
DECEMBER 31, 2018

PERFORCE SOFTWARE, INC. 401(K) PLAN
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December 31, 2018

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INDEPENDENT AUDITOR'S REPORT

Investment Committee
Perforce Software, Inc. 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Perforce Software, Inc. 401(k) Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, the related statement of changes in net assets available for benefits for the year ended December 31, 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified or provided by Charles Schwab Bank, the custodian of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the custodian holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the custodian as of December 31, 2018 and 2017, and for the year ended December 31, 2018, that the information provided to the Plan Administrator by the custodian is complete and accurate.

To the Investment Committee
Perforce Software, Inc. 401(k) Plan
Independent Auditor's Report

Disclaimer of Opinion

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

Other Matter

The supplemental schedules: Schedule H, Line 4a – Schedule of Delinquent Participant Contributions and Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of and for the year ended December 31, 2018 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purposes of additional analysis and are not a required part of the financial statements. These supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

Report on Form and Content in Compliance with Department of Labor's Rules and Regulations

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

A handwritten signature in black ink that reads "SingerLewak LLP". The signature is written in a cursive, flowing style.

SingerLewak LLP

September 27, 2019

PERFORCE SOFTWARE, INC. 401(K) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
As of December 31, 2018 and 2017

	<u>2018</u>	<u>2017</u>
Assets		
Investments, at fair value		
Interest-bearing cash	\$ 1,690,735	\$ 1,561,653
Non-interest-bearing cash	290,504	363,303
Registered investment companies and unit investment trusts	23,084,919	26,141,643
Common stock	<u>357,762</u>	<u>463,902</u>
Total investments, at fair value	<u>25,423,920</u>	<u>28,530,501</u>
Receivables		
Employer contribution	38,615	44,428
Other	-	136
Notes receivable from participants	<u>27,124</u>	<u>30,470</u>
Total receivables	<u>65,739</u>	<u>75,034</u>
Net assets available for benefits	<u>\$ 25,489,659</u>	<u>\$ 28,605,535</u>

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Year Ended December 31, 2018

Additions to net assets attributed to

Investment income (loss):	
Net depreciation in fair value of investments	\$ (2,612,320)
Dividend and interest income	<u>844,827</u>
Total investment loss	<u>(1,767,493)</u>
 Interest income on notes receivable from participants	 <u>1,019</u>
 Contributions:	
Participants	1,840,289
Rollovers	695,990
Employer	<u>661,564</u>
Total contributions	<u>3,197,843</u>
 Total additions	 <u>1,431,369</u>

Deductions from net assets attributed to

Withdrawals and distributions	4,536,380
Administrative expenses	<u>10,865</u>
 Total deductions	 <u>4,547,245</u>

Net decrease in net assets (3,115,876)

Net assets available for benefits, beginning of year 28,605,535

Net assets available for benefits, end of year \$ 25,489,659

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 1 – DESCRIPTION OF THE PLAN

The following description of the Perforce Software, Inc. 401(k) Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan’s provisions.

General

The Plan is a defined contribution plan that was established in 1998 by Perforce Software, Inc. (the “Company”) to provide benefits to eligible employees, as defined in the Plan document. The Plan is currently designed to be qualified under the applicable requirements of the Internal Revenue Code (the “Code”), as amended, and the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended.

In June 2017, the Company merged \$5,495,327 of assets, from the Seapine Software, Inc. 401(k) Savings Retirement Plan into the Perforce Software, Inc. 401(k) Plan.

In May 2018, the Company amended the Plan from a profit sharing plan to a profit sharing and safe harbor plan with delayed implementation until January 1, 2019. This amendment revised the matching contribution formula to be a safe harbor matching contribution formula which is 100% of salary deferrals up to the first 3% of Plan compensation, plus 50% of salary deferrals up to the next 2% of Plan compensation. All other features of the Plan remained unchanged.

In May 2018, the Company acquired a UK Company, Programming Research Ltd., that had a US entity, Programming Research, Inc., which had a defined contribution 401(k) Plan. The Programming Research, Inc. 401(k) Plan was terminated effective August 31, 2018. Participants were given the option to take a full distribution or roll their account into the Plan or another qualified Plan.

In December 2018, the Company acquired another Company, Perfecto Mobile, Inc., which had a defined contribution 401(k) Plan. The Perfecto Mobile, Inc. 401(k) Plan is still active as of December 31, 2018. The Company has decided to merge the Plan into the Perforce Software, Inc. 401(k) Plan as of January 1, 2020.

In February 2019, the Company acquired another Company, Rogue Wave Software, Inc., which had a defined contribution 401(k) Plan, Rogue Wave Software, Inc. Employees 401(k) Plan. The Company has decided to merge the Plan into the Perforce Software, Inc. 401(k) Plan as of January 1, 2020.

Administration

The Company has appointed a Plan Administrator to manage the operation and administration of the Plan. The Company has contracted with Charles Schwab Bank to act as the custodian, and Financial Decisions, a third-party administrator to process and maintain the records of participant data. Substantially all expenses incurred for administering the Plan are paid by the Company.

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 1 – DESCRIPTION OF THE PLAN (Continued)

Eligibility

Employees of the Company who are 21 years old are eligible to participate in the Plan immediately upon hire.

Participant Contributions

Participants may elect to have the Company contribute their eligible pre-tax or Roth after-tax compensation to the Plan up to the amount allowable under the Plan document and current income tax regulations. Participants who have the Company contribute a portion of their compensation to the Plan agree to accept an equivalent reduction in taxable compensation. Participants who have attained the age 50 before the end of the Plan year are eligible to make catch-up contributions.

Participants may also elect to make rollover contributions of amounts received from other tax-qualified employer-sponsored retirement plans. Such contributions are deposited in the appropriate investment funds in accordance with the participant's direction and the Plan's provisions.

Employer Contributions

As set forth in the Plan, the Company may make discretionary employer matching contributions to qualified employees. The amount is determined by the Company in its sole discretion at year-end. As of December 31, 2018, the Company made discretionary employer matching contributions totaling \$661,564 to eligible employees. The Company matched 50% up to the first 6% of the participants' compensation. Effective May 1, 2018, the Company matched 100% of salary deferrals up to the first 3% of Plan compensation, plus 50% of salary deferrals up to the next 2% of Plan compensation which resulted in an employer contribution receivable of \$38,615.

Vesting

Participants are immediately vested in their entire account, including employer matching contributions.

Participant Accounts

Participant accounts are maintained for each of the Plan's participants to reflect the participant's contributions, rollovers from qualified plans of the participant's previous employers, and allocations of the Plan's earnings and administrative expenses. Each participant's account is credited with the participant's contribution, Plan earnings or losses and an allocation of the Company's contribution, if any.

Investment Options

Participants must direct their salary deferral contributions to selected investments as made available and determined by the Plan Administrator. Participants may change their investment options any time throughout the year via the Internet website.

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 1 – DESCRIPTION OF THE PLAN (Continued)

Payment of Benefits

Upon termination or upon the attainment of age 59 1/2, a participant or participant's beneficiaries may elect to leave his/her account balance in the Plan, or receive the total benefit in a lump sum amount equal to the value of each participant's interest in his/her account. The Plan allows for the automatic cash distribution or automatic rollover into an IRA of participant account balances under \$5,000.

Financial Hardship Distributions

The Plan allows hardship withdrawals in accordance with IRS regulations. Among other things, the withdrawal must be necessary in light of immediate and heavy financial needs of the participant and is limited to certain purposes.

Notes Receivable from Participants

The Plan allows participants to borrow up to the lesser of \$50,000 or 50% of their account balance. A participant cannot receive a loan of less than \$1,000. The notes are secured by the participant's balance. Such notes bear interest at the prime rate plus 1% and must be repaid to the Plan within a five-year period, unless the note is used for the purchase of a principal residence in which case the maximum repayment period may not exceed 30 years. A participant may only have one outstanding loan at any time. The specific terms and conditions of such notes are established by the Plan Document. Outstanding notes receivable at December 31, 2018 and 2017 carry interest rates ranging from 4.25% to 6.25% and mature through 2023.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are prepared on the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurements.

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

Management fees charged to the Plan for investments in registered investment companies are based on assets invested and are deducted on a daily basis. Management fees are reflected as a reduction of investment return for such investments.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent notes are reclassified as distributions based upon the terms of the Plan document. There were no delinquent notes as of December 31, 2018 or 2017. No allowance for credit losses has been recorded as of December 31, 2018 or 2017.

Benefit Payments

Benefit payments are recorded when paid.

Income Taxes

The Plan has adopted a Volume Submitter form of a pre-approved Mass Submitter document. The Volume Submitter plan has received an opinion letter from the Internal Revenue Service ("IRS") as to the Volume Submitter plan's qualified status. The Volume Submitter plan opinion letter has been relied upon by this Plan. The Plan Administrator believes the Plan is designed and is being operated in compliance with the applicable provisions of the Internal Revenue Code ("IRC").

Risks and Uncertainties

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

Subsequent Events

The Plan has evaluated subsequent events through September 27, 2019, which is the date the financial statements were available to be issued.

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 3 – FAIR VALUE MEASUREMENT

The fair value measurements standard establishes a framework for measuring fair value. 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 the standard are described below:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

Following is a description of valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2018 and 2017.

Interest-bearing and Non-interest-bearing cash

Valued at the carrying value, which approximates fair value due to the short-term nature of such investments.

Registered investment companies (mutual funds) and unit investment trusts

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 3 – FAIR VALUE MEASUREMENT (Continued)

Common stock

Valued at the closing price reported on the active market on which the individual securities are traded.

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

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2018 and 2017:

	Investments at Fair Value as of December 31, 2018			
	Level 1	Level 2	Level 3	Total
Interest-bearing cash	\$ 1,690,735	\$ -	\$ -	\$ 1,690,735
Non-interest-bearing cash	290,504	-	-	290,504
Registered investment companies and unit investment trusts	23,084,919	-	-	23,084,919
Common stock	<u>357,762</u>	<u>-</u>	<u>-</u>	<u>357,762</u>
Total investments at fair value	<u>\$ 25,423,920</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 25,423,920</u>

	Investments at Fair Value as of December 31, 2017			
	Level 1	Level 2	Level 3	Total
Interest-bearing cash	\$ 1,561,653	\$ -	\$ -	\$ 1,561,653
Non-interest-bearing cash	363,303	-	-	363,303
Registered investment companies and unit investment trusts	26,141,643	-	-	26,141,643
Common stock	<u>463,902</u>	<u>-</u>	<u>-</u>	<u>463,902</u>
Total investments at fair value	<u>\$ 28,530,501</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 28,530,501</u>

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 4 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by an affiliate of Charles Schwab Bank, the custodian of the Plan. Any purchases and sales of these funds are performed in the open market at fair value. Such transactions, while considered party-in-interest transactions under ERISA regulations, are permitted under the provisions of the Plan and are specifically exempt from the prohibition of party-in-interest transactions under ERISA.

NOTE 5 – CERTIFIED INFORMATION

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the United States Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Charles Schwab Bank, the custodian of the Plan, has certified the completeness and accuracy of:

- Investments and notes receivable from participants reflected on the accompanying statements of net assets available for benefits as of December 31, 2018 and 2017;
- Net depreciation in fair value of investments, dividend and interest income, and interest income on notes receivable from participants reflected on the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2018;
- Investments and notes receivable reflected on the supplemental Schedule of Assets (Held at End of Year) as of December 31, 2018.

NOTE 6 – ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES

GAAP requires the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability or asset if the Plan has taken an uncertain position that, more likely than not, would not be sustained upon examination by the IRS or the DOL. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability or asset or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 7 – PLAN TERMINATION OR MODIFICATION

The Company intends to continue the Plan indefinitely for the benefit of its participants; however, it reserves the right to terminate or modify the Plan at any time by resolution of its Board of Directors and is subject to the provisions of ERISA. Upon termination of the Plan, contributions to the Plan shall cease and all participants who are affected by such termination shall become 100% vested. Net assets available for benefits would be distributed to the participants based on each participant's interest in the Plan.

PERFORCE SOFTWARE, INC. 401(K) PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2018

NOTE 8 – NON-EXEMPT TRANSACTIONS

During 2018, the Plan sponsor failed to deposit \$1,917 of participants' contributions within the required timeframe as stated by the United States Department of Labor's regulations. The Company and Plan sponsor deposited the contributions with the Plan in 2018 and calculated and deposited the lost earnings into the affected participants' account in 2019 outside of the VFCP.

During 2017, the Plan sponsor failed to deposit \$5,942 of participants' contributions within the required timeframe as stated by the United States Department of Labor's regulations. The Company and Plan sponsor deposited the contributions with the Plan in 2017 and calculated and deposited the lost earnings into the affected participants' account in 2019 outside of the VFCP.

SUPPLEMENTAL INFORMATION

PERFORCE SOFTWARE, INC. 401(K) PLAN
SCHEDULE H, LINE 4a – SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
As of December 31, 2018

Plan Sponsor EIN 94-3250959
Plan #001

Pay Date	Participant contributions transferred late to Plan	Totals that constitute nonexempt prohibited transactions			
	Check here if late participant loan repayments are included	Contributions not corrected	Contributions corrected outside VFCP	Contributions pending correction in VFCP	Total fully corrected under VFCP and PTE 2002-51
	✓				
2017	\$ 5,942		\$ 5,942		
2018	\$ 1,917		\$ 1,917		

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
As of December 31, 2018

Plan Sponsor EIN 94-3250959
Plan #001

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
*	Schwab Bank Savings	Interest-bearing cash	**	\$ 1,690,735
	Blackrock High Yield Bond Port CL K	Registered investment company	**	209,711
	DFA Emerging Markets Core Equity Port Instl	Registered investment company	**	437,224
	DFA Global Real Estate Sec Port Inst	Registered investment company	**	185,791
	DFA US Large Cap Value Port Instl	Registered investment company	**	928,345
	DFA US Large CO Port Inst	Registered investment company	**	4,011,497
	DFA US Small Cap Port Instl	Registered investment company	**	2,763,312
	Eaton Vance Floating Rate Adv I	Registered investment company	**	142,132
	Fidelity Select Gold Portfolio	Registered investment company	**	37,508
	Fidelity Select Medical Tech Devices Port	Registered investment company	**	411,506
	PIMCO Intl Bond US Dollar Hedge Inst	Registered investment company	**	511,175
	T Rowe Price Retirement I 2020 I	Registered investment company	**	70,457
	T Rowe Price Retirement I 2030 I	Registered investment company	**	224,942
	T Rowe Price Retirement I 2025 I	Registered investment company	**	991,967
	T Rowe Price Retirement I 2035 I	Registered investment company	**	801,116
	T Rowe Price Retirement I 2040 I	Registered investment company	**	361,151
	T Rowe Price Retirement I 2045 I	Registered investment company	**	77,280
	T Rowe Price Retirement I 2050 I	Registered investment company	**	258,384
	T Rowe Price Retirement I 2055 I	Registered investment company	**	586,765
	TCW Emerging Markets Inc Fund CL I	Registered investment company	**	103,361
	Tortoise MLP and Pipeline Inst	Registered investment company	**	118,460
*	Schwab PCRA	Non-interest-bearing cash, registered investment companies, common stock, and unit investment trusts	**	3,088,338
	Vanguard Developed Markets Index Adm	Registered investment company	**	3,771,315
	Vanguard Interim-Term Inv Grd Adm Shs	Registered investment company	**	1,178,462
	Vanguard Mid Cap Index Fund Admiral	Registered investment company	**	1,588,352
	Vanguard Short-term Invest Grade Adm	Registered investment company	**	834,271
	Vanguard Wellesley Income Admiral			40,363
*	Participant loans	Interest rates of 4.25% to 6.25%, maturing through 2023	**	27,124
Total				\$ 25,451,044

* Denotes party-in-interest

**Information is not required as the investments are participant directed

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

PERFORCE SOFTWARE, INC. 401(K) PLAN
SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
As of December 31, 2018

Plan Sponsor EIN 94-3250959
Plan #001

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor or similar party	Description of investment including maturity date, rate of interest, collateral, par or maturity value	Cost	Current value
*	Schwab Bank Savings	Interest-bearing cash	**	\$ 1,690,735
	Blackrock High Yield Bond Port CL K	Registered investment company	**	209,711
	DFA Emerging Markets Core Equity Port Instl	Registered investment company	**	437,224
	DFA Global Real Estate Sec Port Inst	Registered investment company	**	185,791
	DFA US Large Cap Value Port Instl	Registered investment company	**	928,345
	DFA US Large CO Port Inst	Registered investment company	**	4,011,497
	DFA US Small Cap Port Instl	Registered investment company	**	2,763,312
	Eaton Vance Floating Rate Adv I	Registered investment company	**	142,132
	Fidelity Select Gold Portfolio	Registered investment company	**	37,508
	Fidelity Select Medical Tech Devices Port	Registered investment company	**	411,506
	PIMCO Intl Bond US Dollar Hedge Inst	Registered investment company	**	511,175
	T Rowe Price Retirement I 2020 I	Registered investment company	**	70,457
	T Rowe Price Retirement I 2030 I	Registered investment company	**	224,942
	T Rowe Price Retirement I 2025 I	Registered investment company	**	991,967
	T Rowe Price Retirement I 2035 I	Registered investment company	**	801,116
	T Rowe Price Retirement I 2040 I	Registered investment company	**	361,151
	T Rowe Price Retirement I 2045 I	Registered investment company	**	77,280
	T Rowe Price Retirement I 2050 I	Registered investment company	**	258,384
	T Rowe Price Retirement I 2055 I	Registered investment company	**	586,765
	TCW Emerging Markets Inc Fund CL I	Registered investment company	**	103,361
	Tortoise MLP and Pipeline Inst	Registered investment company	**	118,460
*	Schwab PCRA	Non-interest-bearing cash, registered investment companies, common stock, and unit investment trusts	**	3,088,338
	Vanguard Developed Markets Index Adm	Registered investment company	**	3,771,315
	Vanguard Interim-Term Inv Grd Adm Shs	Registered investment company	**	1,178,462
	Vanguard Mid Cap Index Fund Admiral	Registered investment company	**	1,588,352
	Vanguard Short-term Invest Grade Adm	Registered investment company	**	834,271
	Vanguard Wellesley Income Admiral			40,363
*	Participant loans	Interest rates of 4.25% to 6.25%, maturing through 2023	**	27,124
Total				\$ 25,451,044

* Denotes party-in-interest

**Information is not required as the investments are participant directed

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