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

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2011

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)
WEGMAN PARTNERS LLC

3811 TURTLE CREEK BOULEVARD
SUITE 850
DALLAS, TX 75219

2b Employer Identification Number (EIN)
33-1110289

2c Plan Sponsor's telephone number
214-624-3436

2d Business code (see instructions)
541990

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.	10/08/2019	LANE MYERS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address [X] Same as Plan Sponsor

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	425
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)**	419
a(2) Total number of active participants at the end of the plan year	**6a(2)**	566
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	6
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	572
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**.	**6f**	572
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	37
h Number of participants who 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 2K 3D 3H 2T 2E 2J 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)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	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)	[X]	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)	[X]	**R** (Retirement Plan Information)
(2)	[ ]	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	[ ]	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

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

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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_____

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

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
WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
WEGMAN PARTNERS LLC

D Employer Identification Number (EIN)
33-1110289

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	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	50	12174
(2) U.S. Government securities	1c(2)	0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	
(B) All other	1c(3)(B)	0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	
(B) Common	1c(4)(B)	0	
(5) Partnership/joint venture interests	1c(5)	0	
(6) Real estate (other than employer real property)	1c(6)	0	
(7) Loans (other than to participants)	1c(7)	0	
(8) Participant loans	1c(8)	0	49832
(9) Value of interest in common/collective trusts	1c(9)	0	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)	1162611	1227888
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	
	(2) Employer real property	1d(2)	0	
e	Buildings and other property used in plan operation	1e	0	
f	Total assets (add all amounts in lines 1a through 1e)	1f	1162661	1289894
	Liabilities			
g	Benefit claims payable	1g	0	
h	Operating payables	1h	0	
i	Acquisition indebtedness	1i	0	
j	Other liabilities	1j	0	
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	1162661	1289894

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)	0	
	(B) Participants	2a(1)(B)	342783	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		342783
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1	
	(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)	278	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		279
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	72060	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		72060
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(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)		-178868
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		236254
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	49714	
(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)		49714
f Corrective distributions (see instructions)	2f		52184
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	7123	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		7123
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		109021
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		127233
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: BAKER TILLY VIRCHOW KRAUSE, LLP **(2)** EIN: 39-0859910

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

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

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

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
WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
WEGMAN PARTNERS LLC

D Employer Identification Number (EIN)
33-1110289

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): 16-1470238

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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):

Wegman Partners LLC 401(k) Profit Sharing Plan and Trust

Financial Statements and Supplementary Information

December 31, 2018 and 2017

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	Page
Independent Auditors' Report	
Financial Statements	1
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5
Supplementary Information	
Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year)	13

Note: Supplemental schedules, other than listed above, are omitted because of the absence of conditions under which they are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Participants of
the Wegman Partners LLC 401(k) Profit Sharing Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wegman Partners LLC 401(k) Profit Sharing Plan and Trust (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and 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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Mid-Atlantic Trust Company (the "Trustee" of the Plan), except for comparing the information with the related information included in the 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 December 31, 2018 and 2017, and for the year ended December 31, 2018, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

Disclaimer of Opinion

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

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Other Matter – Supplemental Information

The supplemental schedule of Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2018, is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA 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

The form and content of the information included in the 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Baker Tilly Virchow Krause, LLP

BAKER TILLY VIRCHOW KRAUSE LLP
Plano, Texas
September 27, 2019

WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST

Statements of Net Assets Available for Benefits

December 31, 2018 and 2017

	2018	2017
Assets		
Investments, at fair value:		
Money market fund	$ 12,174	$ 50
Mutual funds of registered investment companies	1,227,888	1,162,611
Total investments, at fair value	1,240,062	1,162,661
Notes receivable from participants	49,832	-
Total assets	1,289,894	1,162,661
Liabilitites		
Excess contributions payable	69,886	55,581
Total liabilities	69,886	55,581
Net assets available for benefits	$ 1,220,008	$ 1,107,080

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

WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST
Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2018

Additions to net assets available for benefits attributed to:	
Investment income (loss):	
Net depreciation of fair value of investments	$ (179,012)
Interest and dividends	72,060
Net investment loss	(106,952)
Interest income on notes receivable from participants	278
Contributions:	
Participants	342,783
Total contributions	342,783
Total additions	236,109
Deductions from net assets available for benefits attributed to:	
Benefits paid to participants	116,428
Administrative expenses	6,753
Total deductions	123,181
Net increase in net assets available for benefits	112,928
Net assets available for benefits:	
Beginning of year	1,107,080
End of year	$ 1,220,008

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

1 - DESCRIPTION OF PLAN

GENERAL

The Wegman Partners LLC 401(k) Profit Sharing Plan and Trust (the "Plan") is a defined contribution plan and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The Plan, established on January 1, 2011 and amended and restated on July 11, 2018, covers substantially all employees of Wegman Partners LLC (the "Company" or "Plan Administrator"). The Plan's trustee is Mid-Atlantic Trust Company ("Trustee" or "Mid-Atlantic"). Paychex, Inc. serves as the record-keeper ("Record-keeper" or "Paychex") of the Plan. The following description provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

ELIGIBILITY AND PARTICIPANT ACCOUNTS

Employees of the Company become eligible for participation at the age of 21 immediately following six months of service, as defined by the Plan document. Employees may enroll in the Plan immediately after becoming eligible. Acquired employees, nonresident aliens with no United States income, and employees covered by a collective bargaining agreement are not eligible to participate in the Plan. Effective July 11, 2018, temporary and seasonal employees are excluded from the Plan. Deferral elections may be modified at the beginning of each payroll period. Subject to certain limitations on annual additions, each participant's account is credited with employee elective deferrals, Company discretionary match and profit sharing contributions, an allocation of earnings or loss and charged with administrative expenses related to loan and distribution fees, if requested by participants.

CONTRIBUTIONS

The Plan is funded through employee elective deferrals and Company contributions. A participant may elect to make contributions (subject to certain limitations) on a pre-tax basis pursuant to Section 401(k) of the Internal Revenue Code ("IRC"). Participant contributions are limited to the lesser of 100% of eligible compensation or the annual statutory limit of $18,500 in 2018. Participants age 50 or older are eligible to make additional catch-up contributions of up to $6,000 in 2018. Participants may also contribute rollover amounts representing distributions from other qualified defined contribution or benefit plans. The Plan also includes a Roth feature, in which participants may contribute, on an after-tax basis, which is subject to the same IRC maximum limitations above.

The Company may make discretionary matching contributions or profit sharing contributions to the account of each eligible participant. Eligible participants must be an employee on the last day of the plan year to receive discretionary profit sharing contributions. For the year ended December 31, 2018, the Company did not make any matching or profit sharing contributions.

VESTING

Participants are immediately vested in elective deferrals and rollovers, plus actual earnings thereon. Vesting of discretionary matching and profit sharing contributions is based on years of continuous service. Participants vest 20% per year beginning after one year of qualified service and are 100% vested after six years of service or upon occurrence of the participant's retirement, death, or disability, as defined by the Plan document.

1 - DESCRIPTION OF PLAN (CONTINUED)

BENEFITS PAID TO PARTICIPANTS

Upon normal retirement age, death, disability, or termination, a participant's benefits are payable in a lump-sum amount equal to 100% of the participant's vested account balance. Employees may also make hardship withdrawals on the balance of their account related to their elective deferral contributions. Such withdrawals are subject to meeting hardship guidelines established by the Internal Revenue Service ("IRS"). Participants with vested account balances greater than $5,000 may defer their distributions to a later date. Participant account balances less than $5,000, upon termination, may be "cashed out" as an involuntary lump sum.

INVESTMENT OPTIONS

The Plan provides for participants to direct both their contributions and Company contributions into a variety of mutual funds of registered investment companies and a money market fund in accordance with participant investment elections and the provisions of the trust agreement.

NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum of the lesser of $50,000 or 50% of their vested account balance, subject to certain restrictions as defined by the IRS. The notes are secured by the balance in the participant's account and bear interest at a rate determined reasonable by the Plan Administrator. Terms are generally limited to a maximum of five years, except for purchase of a primary residence which terms are a maximum of thirty years. Repayments are made through payroll deductions and are reinvested in the participant accounts according to individual investment elections. At December 31, 2018, existing notes receivable from participants ranged in maturity from July 2019 through May 2023 and held interest rates that ranged from 6.25% to 6.50%. There were no notes receivable from participants outstanding at December 31, 2017.

ADMINISTRATIVE EXPENSES

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

FORFEITURES

Forfeitures of terminated participants' non-vested accounts are available to pay administrative expenses, reduce future Company contributions or to be allocated to participants accounts. At December 31, 2018 and 2017, forfeited non-vested accounts available for future use totaled $0. No forfeitures were used during 2018.

PLAN TERMINATION

Although it has not expressed any intent to do so, the Company reserves the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, all amounts credited to participants' account shall become 100% vested.

2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the accrual method in accordance with United States generally accepted accounting principles ("U.S. GAAP").

NOTES RECEIVABLE FROM PARTICIPANTS

Notes receivable from participants are measured at their unpaid principal balance plus any accrued unpaid interest. Interest income is recorded on the accrual basis. Delinquent participant notes are reclassified as distributions based on the terms of the Plan document.

ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with U.S. GAAP requires the Plan's management to make estimates and assumptions that affect certain reported amounts of assets and liabilities, changes therein, and associated disclosures. Accordingly, actual results may vary from the estimates used in preparing the accompanying financial statements.

BENEFITS

Benefits are recorded when paid.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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. The income or losses earned on participant accounts are allocated on a daily basis. Net appreciation (depreciation) of fair value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

RECENT ACCOUNTING PRONOUNCEMENTS

In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2018-13, Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement. ASU No. 2018-13 modifies the disclosure requirements for fair value measurements in Topic 820, Fair Value Measurement. The amendments are based on the concepts in the FASB Concepts Statement, Conceptual Framework for Financial Reporting—Chapter 8: Notes to Financial Statements, which the Board finalized on August 28, 2018. ASU No. 2018-13 is effective for fiscal years beginning after December 15, 2019. Early adoption is permitted. Management is currently assessing the impact that ASU No. 2018-13 will have on the Plan's financial statements.

3 – FAIR VALUE MEASUREMENTS

INVESTMENTS VALUATION AND LEVELING

FASB Accounting Standards Codification ("ASC") Topic 820 for Fair Value Measurements and Disclosures provides the 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 FASB ASC 820 are described as follows:

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

Level 2 Significant observable inputs other than quoted prices in active markets for which inputs to the valuation methodology include:

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

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

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

The asset'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.

In establishing a fair value hierarchy for the Plan's investments in accordance with ASC 820, the following value methodologies were used for each type of investment:

Mutual Funds of Registered Investment Companies: Valued at the net asset value ("NAV") or quoted market prices of shares held by the Plan at year end.

Money Market Fund: Valued at cost of $1 per unit, which represents the NAV at year end.

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. The Plan believes its valuation methods are appropriate and consistent with other market participants; even so, 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.

3 – FAIR VALUE MEASUREMENTS (CONTINUED)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2018:

	Level 1	Level 2	Level 3	Total
Money market fund	$ 12,174	$ -	$ -	$ 12,174
Mutual funds of registered investment companies	1,227,888	-	-	1,227,888
Total investments, at fair value	$ 1,240,062	$ -	$ -	$ 1,240,062

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

	Level 1	Level 2	Level 3	Total
Money market fund	$ 50	$ -	$ -	$ 50
Mutual funds of registered investment companies	1,162,611	-	-	1,162,611
Total investments, at fair value	$ 1,162,661	$ -	$ -	$ 1,162,661

4 - FINANCIAL INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (UNAUDITED)

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the independent auditors not to perform any auditing procedures with respect to the following information certified as complete and accurate by the Trustee as of December 31, 2018 and 2017, and for the year ended December 31, 2018, except for comparing such information certified by the Trustee to information included in the Plan's financial statements and supplemental schedule. This information consists of the following:

	2018	**2017**
Investments, at fair value:		
Money market fund	$ 12,174	$ 50
Mutual funds of registered investment companies	1,227,888	1,162,611
Total investments, at fair value	$ 1,240,062	$ 1,162,661
Notes receivable from participants	$ 49,832	$ -
Interest and dividends	$ 72,060	
Interest income on notes receivable from participants	$ 278	
Net depreciation of fair value of investments	$ (179,012)	

5 – PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under DOL regulations as any fiduciary of the Plan, and party rendering services to the Plan, the employer and certain others. As such, transactions conducted by the Trustee, Plan Administrator, Record-keeper or the Company qualify as party-in-interest. Fees paid by the Plan for various expenses, including investment services, totaled $6,753 for the year ended December 31, 2018.

6 - RISKS AND UNCERTAINTIES

The Plan provides for various investment options in mutual funds of registered investment companies and a money market fund. 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 participant account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

7 - TAX STATUS OF THE PLAN

The Plan is based on a prototype plan developed by Paychex, Inc. which received a favorable opinion letter dated April 10, 2014, from the IRS stating that the prototype plan constitutes a qualified plan under Section 401 of the IRC. The Plan Administrator believes the Plan, as adopted and amended, is operating within the guidelines of the IRC and continues to be tax exempt. Accordingly, no provision for federal income taxes has been provided in the accompanying financial statements.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the DOL or IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examination for years prior to 2015.

8 – EXCESS PARTICIPANT CONTRIBUTIONS PAYABLE

The Plan failed the discrimination test for the years ended December 31, 2018 and 2017. As a result, excess contributions payable amounting to $69,886 and $55,581, respectively, are recorded as liabilities in the accompanying Statements of Net Assets Available for Benefits and as a reduction to contributions in the related Statement of Changes in Net Assets Available for Benefits.

9 – RECONCILIATION TO THE 2018 FORM 5500, SCHEDULE H

The following is a reconciliation between the net assets available for benefits per the financial statements to the Form 5500 at December 31, 2018 and 2017:

	2018	2017
Net assets available for benefits per the financial statements	$ 1,220,008	$ 1,107,080
Add: excess contributions payable	69,886	55,581
Net assets available for benefits per the Form 5500	$ 1,289,894	$ 1,162,661

The following is a reconciliation of the statement of changes in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2018:

	2018
Net increase in net assets available for benefits per the financial statements	$ 112,928
Add: current year excess contributions payable	69,886
Less: prior year excess contributions payable	(55,581)
Net increase in net assets available for benefits per the Form 5500	$ 127,233

10 – SUBSEQUENT EVENTS

In accordance with FASB ASC 855, "Subsequent Events", the Plan has evaluated events or transactions occurring after December 31, 2018, the Statements of Net Assets Available for Benefits date, through September 27, 2019, the date the financial statements were ready to be issued, and determined that there were no such events or transactions would impact our financial statements for the year ended December 31, 2018.

SUPPLEMENTARY INFORMATION

WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST
EIN # 33-1110289, Plan Number 001
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2018

(a)	(b) Identity of Issue	(c) Description of Investment	(e) Current Value
	Money Market Fund		
	Vanguard	Vanguard Federal Money Market Fund	**$ 12,174**
	Total Money Market Fund		**12,174**
	Mutual Funds of Registered Investment Companies:		
	Dimensional Fund Advisors	DFA Real Estate Securities Portfolio Institutional Class	18,657
	Janus Henderson	Janus Henderson Venture Fund Class N	23,064
	Northern Funds	Northern Mid Cap Index Fund	2,976
	TIAA Investments	TIAA-CREF Large-Cap Value Index Fund Institutional Class	49,173
	Vanguard	Vanguard Morgan Growth Fund Admiral Shares	19,686
	Vanguard	Vanguard Small Cap Value Index Fund Admiral Shares	64,172
	Vanguard	Vanguard Mid Cap Value Index Fund Admiral Shares	17,684
	Vanguard	Vanguard Small Cap Growth Index Fund Admiral Shares	14,033
	Vanguard	Vanguard Mid Cap Growth Index Fund Admiral Shares	25,165
	Vanguard	Vanguard Small Cap Index Fund Admiral Shares	5,771
	Dimensional Fund Advisors	DFA Emerging Markets Core Equity Portfolio Institutional Class	4,568
	Schwab Funds	Schwab Fundamental International Large Company Index Fund	695
	TIAA Investments	TIAA-CREF International Equity Index Fund Institutional Class	13,102
	Vanguard	Vanguard International Growth Fund Admiral Shares	26,745
	Baird Funds	Baird Aggregate Bond Fund Class Institutional	4,291
	Federated Institutional Trust	Federated Institutional High Yield Bond Fund Institutional Shares	9,833
	Vanguard	Vanguard Short-Term Investment-Grade Fund Admiral Shares	8,075
	American Funds	American Funds American Balanced Fund Class R-6	52,270
	Fidelity Investments	Fidelity Four-in-One Index	27,325
	J.P. Morgan	JPMorgan SmartRetirement 2055 R5	8,316
	J.P. Morgan	JPMorgan SmartRetirement 2035 R5	24,616
	J.P. Morgan	JPMorgan SmartRetirement 2025 R5	15,002
	J.P. Morgan	JPMorgan SmartRetirement 2020 R5	16,636
	J.P. Morgan	JPMorgan SmartRetirement 2040 R5	165,409
	J.P. Morgan	JPMorgan SmartRetirement 2030 R5	243,377
	J.P. Morgan	JPMorgan SmartRetirement 2045 R5	125,332
	J.P. Morgan	JPMorgan SmartRetirement 2050 R5	157,781
	Dimensional Fund Advisors	DFA Short-Term Government Portfolio Institutional Class	12,282
	Vanguard	Vanguard LifeStrategy Conservative Growth Fund Investor Shares	71,852
	Total Mutual Funds of Registered Investment Companies		**1,227,888**
	Participant loans:		
*	Plan participants	Notes receivable from participants with interest rates ranging from 6.25% to 6.50% and maturity dates from July 2019 through May 2023.	**49,832**
	Total		**$ 1,289,894**

* Party-in-interest

Column (d) cost information omitted for participant-directed investments.

Wegman Partners LLC 401(k) Profit Sharing Plan and Trust

Financial Statements and Supplementary Information

December 31, 2018 and 2017

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	Page
Independent Auditors' Report	
Financial Statements	1
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5
Supplementary Information	
Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year)	13

Note: Supplemental schedules, other than listed above, are omitted because of the absence of conditions under which they are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Participants of
the Wegman Partners LLC 401(k) Profit Sharing Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Wegman Partners LLC 401(k) Profit Sharing Plan and Trust (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and 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.

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Auditors' Responsibility

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

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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.

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Other Matter – Supplemental Information

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

The form and content of the information included in the financial statements and supplemental 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Baker Tilly Virchow Krause, LLP

BAKER TILLY VIRCHOW KRAUSE LLP
Plano, Texas
September 27, 2019

WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST

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December 31, 2018 and 2017

	2018	2017
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WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST
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For the Year Ended December 31, 2018

Additions to net assets available for benefits attributed to:	
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Employees of the Company become eligible for participation at the age of 21 immediately following six months of service, as defined by the Plan document. Employees may enroll in the Plan immediately after becoming eligible. Acquired employees, nonresident aliens with no United States income, and employees covered by a collective bargaining agreement are not eligible to participate in the Plan. Effective July 11, 2018, temporary and seasonal employees are excluded from the Plan. Deferral elections may be modified at the beginning of each payroll period. Subject to certain limitations on annual additions, each participant's account is credited with employee elective deferrals, Company discretionary match and profit sharing contributions, an allocation of earnings or loss and charged with administrative expenses related to loan and distribution fees, if requested by participants.

CONTRIBUTIONS

The Plan is funded through employee elective deferrals and Company contributions. A participant may elect to make contributions (subject to certain limitations) on a pre-tax basis pursuant to Section 401(k) of the Internal Revenue Code ("IRC"). Participant contributions are limited to the lesser of 100% of eligible compensation or the annual statutory limit of $18,500 in 2018. Participants age 50 or older are eligible to make additional catch-up contributions of up to $6,000 in 2018. Participants may also contribute rollover amounts representing distributions from other qualified defined contribution or benefit plans. The Plan also includes a Roth feature, in which participants may contribute, on an after-tax basis, which is subject to the same IRC maximum limitations above.

The Company may make discretionary matching contributions or profit sharing contributions to the account of each eligible participant. Eligible participants must be an employee on the last day of the plan year to receive discretionary profit sharing contributions. For the year ended December 31, 2018, the Company did not make any matching or profit sharing contributions.

VESTING

Participants are immediately vested in elective deferrals and rollovers, plus actual earnings thereon. Vesting of discretionary matching and profit sharing contributions is based on years of continuous service. Participants vest 20% per year beginning after one year of qualified service and are 100% vested after six years of service or upon occurrence of the participant's retirement, death, or disability, as defined by the Plan document.

1 - DESCRIPTION OF PLAN (CONTINUED)

BENEFITS PAID TO PARTICIPANTS

Upon normal retirement age, death, disability, or termination, a participant's benefits are payable in a lump-sum amount equal to 100% of the participant's vested account balance. Employees may also make hardship withdrawals on the balance of their account related to their elective deferral contributions. Such withdrawals are subject to meeting hardship guidelines established by the Internal Revenue Service ("IRS"). Participants with vested account balances greater than $5,000 may defer their distributions to a later date. Participant account balances less than $5,000, upon termination, may be "cashed out" as an involuntary lump sum.

INVESTMENT OPTIONS

The Plan provides for participants to direct both their contributions and Company contributions into a variety of mutual funds of registered investment companies and a money market fund in accordance with participant investment elections and the provisions of the trust agreement.

NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum of the lesser of $50,000 or 50% of their vested account balance, subject to certain restrictions as defined by the IRS. The notes are secured by the balance in the participant's account and bear interest at a rate determined reasonable by the Plan Administrator. Terms are generally limited to a maximum of five years, except for purchase of a primary residence which terms are a maximum of thirty years. Repayments are made through payroll deductions and are reinvested in the participant accounts according to individual investment elections. At December 31, 2018, existing notes receivable from participants ranged in maturity from July 2019 through May 2023 and held interest rates that ranged from 6.25% to 6.50%. There were no notes receivable from participants outstanding at December 31, 2017.

ADMINISTRATIVE EXPENSES

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

FORFEITURES

Forfeitures of terminated participants' non-vested accounts are available to pay administrative expenses, reduce future Company contributions or to be allocated to participants accounts. At December 31, 2018 and 2017, forfeited non-vested accounts available for future use totaled $0. No forfeitures were used during 2018.

PLAN TERMINATION

Although it has not expressed any intent to do so, the Company reserves the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, all amounts credited to participants' account shall become 100% vested.

2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the accrual method in accordance with United States generally accepted accounting principles ("U.S. GAAP").

NOTES RECEIVABLE FROM PARTICIPANTS

Notes receivable from participants are measured at their unpaid principal balance plus any accrued unpaid interest. Interest income is recorded on the accrual basis. Delinquent participant notes are reclassified as distributions based on the terms of the Plan document.

ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with U.S. GAAP requires the Plan's management to make estimates and assumptions that affect certain reported amounts of assets and liabilities, changes therein, and associated disclosures. Accordingly, actual results may vary from the estimates used in preparing the accompanying financial statements.

BENEFITS

Benefits are recorded when paid.

INVESTMENT VALUATION AND INCOME RECOGNITION

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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. The income or losses earned on participant accounts are allocated on a daily basis. Net appreciation (depreciation) of fair value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

RECENT ACCOUNTING PRONOUNCEMENTS

In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2018-13, Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement. ASU No. 2018-13 modifies the disclosure requirements for fair value measurements in Topic 820, Fair Value Measurement. The amendments are based on the concepts in the FASB Concepts Statement, Conceptual Framework for Financial Reporting—Chapter 8: Notes to Financial Statements, which the Board finalized on August 28, 2018. ASU No. 2018-13 is effective for fiscal years beginning after December 15, 2019. Early adoption is permitted. Management is currently assessing the impact that ASU No. 2018-13 will have on the Plan's financial statements.

3 – FAIR VALUE MEASUREMENTS

INVESTMENTS VALUATION AND LEVELING

FASB Accounting Standards Codification ("ASC") Topic 820 for Fair Value Measurements and Disclosures provides the 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 FASB ASC 820 are described as follows:

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

Level 2 Significant observable inputs other than quoted prices in active markets for which inputs to the valuation methodology include:

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

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

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

The asset'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.

In establishing a fair value hierarchy for the Plan's investments in accordance with ASC 820, the following value methodologies were used for each type of investment:

Mutual Funds of Registered Investment Companies: Valued at the net asset value ("NAV") or quoted market prices of shares held by the Plan at year end.

Money Market Fund: Valued at cost of $1 per unit, which represents the NAV at year end.

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. The Plan believes its valuation methods are appropriate and consistent with other market participants; even so, 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.

3 – FAIR VALUE MEASUREMENTS (CONTINUED)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2018:

	Level 1	Level 2	Level 3	Total
Money market fund	$ 12,174	$ -	$ -	$ 12,174
Mutual funds of registered investment companies	1,227,888	-	-	1,227,888
Total investments, at fair value	$ 1,240,062	$ -	$ -	$ 1,240,062

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

	Level 1	Level 2	Level 3	Total
Money market fund	$ 50	$ -	$ -	$ 50
Mutual funds of registered investment companies	1,162,611	-	-	1,162,611
Total investments, at fair value	$ 1,162,661	$ -	$ -	$ 1,162,661

4 - FINANCIAL INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (UNAUDITED)

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the independent auditors not to perform any auditing procedures with respect to the following information certified as complete and accurate by the Trustee as of December 31, 2018 and 2017, and for the year ended December 31, 2018, except for comparing such information certified by the Trustee to information included in the Plan's financial statements and supplemental schedule. This information consists of the following:

	2018	**2017**
Investments, at fair value:		
Money market fund	$ 12,174	$ 50
Mutual funds of registered investment companies	1,227,888	1,162,611
Total investments, at fair value	$ 1,240,062	$ 1,162,661
Notes receivable from participants	$ 49,832	$ -
Interest and dividends	$ 72,060	
Interest income on notes receivable from participants	$ 278	
Net depreciation of fair value of investments	$ (179,012)	

5 – PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under DOL regulations as any fiduciary of the Plan, and party rendering services to the Plan, the employer and certain others. As such, transactions conducted by the Trustee, Plan Administrator, Record-keeper or the Company qualify as party-in-interest. Fees paid by the Plan for various expenses, including investment services, totaled $6,753 for the year ended December 31, 2018.

6 - RISKS AND UNCERTAINTIES

The Plan provides for various investment options in mutual funds of registered investment companies and a money market fund. 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 participant account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

7 - TAX STATUS OF THE PLAN

The Plan is based on a prototype plan developed by Paychex, Inc. which received a favorable opinion letter dated April 10, 2014, from the IRS stating that the prototype plan constitutes a qualified plan under Section 401 of the IRC. The Plan Administrator believes the Plan, as adopted and amended, is operating within the guidelines of the IRC and continues to be tax exempt. Accordingly, no provision for federal income taxes has been provided in the accompanying financial statements.

U.S. GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the DOL or IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examination for years prior to 2015.

8 – EXCESS PARTICIPANT CONTRIBUTIONS PAYABLE

The Plan failed the discrimination test for the years ended December 31, 2018 and 2017. As a result, excess contributions payable amounting to $69,886 and $55,581, respectively, are recorded as liabilities in the accompanying Statements of Net Assets Available for Benefits and as a reduction to contributions in the related Statement of Changes in Net Assets Available for Benefits.

9 – RECONCILIATION TO THE 2018 FORM 5500, SCHEDULE H

The following is a reconciliation between the net assets available for benefits per the financial statements to the Form 5500 at December 31, 2018 and 2017:

	2018	2017
Net assets available for benefits per the financial statements	$ 1,220,008	$ 1,107,080
Add: excess contributions payable	69,886	55,581
Net assets available for benefits per the Form 5500	$ 1,289,894	$ 1,162,661

The following is a reconciliation of the statement of changes in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2018:

	2018
Net increase in net assets available for benefits per the financial statements	$ 112,928
Add: current year excess contributions payable	69,886
Less: prior year excess contributions payable	(55,581)
Net increase in net assets available for benefits per the Form 5500	$ 127,233

10 – SUBSEQUENT EVENTS

In accordance with FASB ASC 855, "Subsequent Events", the Plan has evaluated events or transactions occurring after December 31, 2018, the Statements of Net Assets Available for Benefits date, through September 27, 2019, the date the financial statements were ready to be issued, and determined that there were no such events or transactions would impact our financial statements for the year ended December 31, 2018.

SUPPLEMENTARY INFORMATION

WEGMAN PARTNERS LLC 401(K) PROFIT SHARING PLAN AND TRUST
EIN # 33-1110289, Plan Number 001
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2018

(a)	(b) Identity of Issue	(c) Description of Investment	(e) Current Value
	Money Market Fund		
	Vanguard	Vanguard Federal Money Market Fund	**$ 12,174**
	Total Money Market Fund		**12,174**
	Mutual Funds of Registered Investment Companies:		
	Dimensional Fund Advisors	DFA Real Estate Securities Portfolio Institutional Class	18,657
	Janus Henderson	Janus Henderson Venture Fund Class N	23,064
	Northern Funds	Northern Mid Cap Index Fund	2,976
	TIAA Investments	TIAA-CREF Large-Cap Value Index Fund Institutional Class	49,173
	Vanguard	Vanguard Morgan Growth Fund Admiral Shares	19,686
	Vanguard	Vanguard Small Cap Value Index Fund Admiral Shares	64,172
	Vanguard	Vanguard Mid Cap Value Index Fund Admiral Shares	17,684
	Vanguard	Vanguard Small Cap Growth Index Fund Admiral Shares	14,033
	Vanguard	Vanguard Mid Cap Growth Index Fund Admiral Shares	25,165
	Vanguard	Vanguard Small Cap Index Fund Admiral Shares	5,771
	Dimensional Fund Advisors	DFA Emerging Markets Core Equity Portfolio Institutional Class	4,568
	Schwab Funds	Schwab Fundamental International Large Company Index Fund	695
	TIAA Investments	TIAA-CREF International Equity Index Fund Institutional Class	13,102
	Vanguard	Vanguard International Growth Fund Admiral Shares	26,745
	Baird Funds	Baird Aggregate Bond Fund Class Institutional	4,291
	Federated Institutional Trust	Federated Institutional High Yield Bond Fund Institutional Shares	9,833
	Vanguard	Vanguard Short-Term Investment-Grade Fund Admiral Shares	8,075
	American Funds	American Funds American Balanced Fund Class R-6	52,270
	Fidelity Investments	Fidelity Four-in-One Index	27,325
	J.P. Morgan	JPMorgan SmartRetirement 2055 R5	8,316
	J.P. Morgan	JPMorgan SmartRetirement 2035 R5	24,616
	J.P. Morgan	JPMorgan SmartRetirement 2025 R5	15,002
	J.P. Morgan	JPMorgan SmartRetirement 2020 R5	16,636
	J.P. Morgan	JPMorgan SmartRetirement 2040 R5	165,409
	J.P. Morgan	JPMorgan SmartRetirement 2030 R5	243,377
	J.P. Morgan	JPMorgan SmartRetirement 2045 R5	125,332
	J.P. Morgan	JPMorgan SmartRetirement 2050 R5	157,781
	Dimensional Fund Advisors	DFA Short-Term Government Portfolio Institutional Class	12,282
	Vanguard	Vanguard LifeStrategy Conservative Growth Fund Investor Shares	71,852
	Total Mutual Funds of Registered Investment Companies		**1,227,888**
	Participant loans:		
*	Plan participants	Notes receivable from participants with interest rates ranging from 6.25% to 6.50% and maturity dates from July 2019 through May 2023.	**49,832**
	Total		**$ 1,289,894**

* Party-in-interest

Column (d) cost information omitted for participant-directed investments.