

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
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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>RIPPE & KINGSTON 401K PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>11/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>11/01/1987</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>11/01/1987</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>RIPPE & KINGSTON SYSTEMS, INC.</u> <u>1077 CELESTIAL STREET</u> <u>CINCINNATI, OH 45202</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>31-1072524</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>513-241-1375</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>541211</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>31-1072524</u>	2c Plan Sponsor's telephone number <u>513-241-1375</u>	2d Business code (see instructions) <u>541211</u>	
2b Employer Identification Number (EIN) <u>31-1072524</u>					
2c Plan Sponsor's telephone number <u>513-241-1375</u>					
2d Business code (see instructions) <u>541211</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.	10/15/2019	SARAH HUBER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2019	MARK NIEMAN
	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	
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	104
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)	76
a(2) Total number of active participants at the end of the plan year		6a(2)	84
b Retired or separated participants receiving benefits.....		6b	0
c Other retired or separated participants entitled to future benefits		6c	26
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	110
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	1
f Total. Add lines 6d and 6e		6f	111
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	100
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	2
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2R 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) ☒ <u>1</u> 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 A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2018 This Form is Open to Public Inspection
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For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018	
A Name of plan RIPPE & KINGSTON 401K PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 RIPPE & KINGSTON SYSTEMS, INC.	D Employer Identification Number (EIN) 31-1072524

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier VOYA RETIREMENT INSURANCE AND ANNUITY COMPANY					
(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
71-0294708	86509	PHZ518	111	01/01/2018	12/31/2018

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.	
(a) Total amount of commissions paid 517	(b) Total amount of fees paid 0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).	
(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid LPL FINANCIAL CORPORATION 4707 EXECUTIVE DR SAN DIEGO, CA 92121	

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
517			3

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 1043589**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**
Specify nature of costs ▶**e** Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☒ other ▶ GROUP PENSION FUNDING**b** Balance at the end of the previous year **7b** 1202219**c** Additions: (1) Contributions deposited during the year **7c(1)** 44267
(2) Dividends and credits **7c(2)**
(3) Interest credited during the year **7c(3)** 37159
(4) Transferred from separate account **7c(4)**
(5) Other (specify below) **7c(5)** -416
▶ *(6) Total additions **7c(6)** 81010**d** Total of balance and additions (add lines **7b** and **7c(6)**) **7d** 1283229**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 236866
(2) Administration charge made by carrier **7e(2)** 84
(3) Transferred to separate account **7e(3)**
(4) Other (specify below) **7e(4)**
▶(5) Total deductions **7e(5)** 236950**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 1046279

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3))		9a(4)	
b Benefit charges (1) Claims paid	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount	10b	

Specify nature of costs.

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 RIPPE & KINGSTON 401K PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 RIPPE & KINGSTON SYSTEMS, INC.	D Employer Identification Number (EIN) 31-1072524	

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
VOYA RETIREMENT INSURANCE & ANNUITY
71-0294708

(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)

BHM CPA GROUP, INC

11-1000111

(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?
99	SERVICE PROVIDER	12000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

VOYA RETIREMENT INSURANCE & ANNUITY

71-0294708

(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?
64	SERVICE PROVIDER	555	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

LPL FINANCIAL CORPORATION

4707 EXECUTIVE DR
SAN DIEGO, CA 92121

(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?
55	BROKER/DEALER	0	Yes ☒ No ☐	Yes ☐ No ☒	6431	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
LPL FINANCIAL CORPORATION	55	6431
(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.	
VOYA FINANCIAL PARTNERS LLC 06-1375177	ASSET BASED COMMISSIONS	
(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) 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 RIPPE & KINGSTON 401K PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 RIPPE & KINGSTON SYSTEMS, INC.	D Employer Identification Number (EIN) 31-1072524	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)	76609	62136
(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)	12532991	13155277
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	1202219	1046279
(15) Other	1c(15)	2184521	79752

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	15996340	14343444

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	15996340	14343444
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	69132	
(B) Participants	2a(1)(B)	502617	
(C) Others (including rollovers)	2a(1)(C)	29096	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		600845
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	6695	
(F) Other	2b(1)(F)	36655	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		43350
(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)	970625	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		970625
(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)		
(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)		-1551796
c Other income.....	2c		-43014
d Total income. Add all income amounts in column (b) and enter total	2d		20010

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1660351	
(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)		1660351
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)	12555	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		12555
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1672906

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-1652896
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: BHM CPA GROUP, INC.

(2) EIN: 31-1413363

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	
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		500000
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.
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For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan <u>RIPPE & KINGSTON 401K PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RIPPE & KINGSTON SYSTEMS, INC.</u>	D Employer Identification Number (EIN) <u>31-1072524</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>71-0294708</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

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

Schedule R (Form 5500) 2018
v. 171027

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

b The plan year immediately preceding the current plan year

c The second preceding plan year

14a**14b****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

b The corresponding number for the second preceding plan year

15a**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

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

16a**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):

RIPPE & KINGSTON 401(K) PLAN

FINANCIAL STATEMENTS

December 31, 2018 and 2017

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bhm cpa group, inc.
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Trustees of the Rippe &
Kingston 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Rippe & Kingston 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2018 (in liquidation) and 2017 (going concern basis), the related statements of changes in net assets available for benefits for the year ended December 31, 2018 (in liquidation), and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (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 which was certified by Voya Life Insurance and Annuity Company, the custodian of the Plan, except for comparing such 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 investment assets and executes investment transactions. The plan administrator has obtained a certification 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.

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.

Emphasis of Matter

As described in the notes to the financial statements, the Plan termination and a plan of liquidation was approved and management determined liquidation is imminent as of December 31, 2018. As a result, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2017 financial statements to the liquidation basis used in presenting the 2018 financial statements. Our opinion is not modified with respect to that matter.

Other Matter

The supplemental 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 the 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 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Circleville, Ohio
October 10, 2019

BHM CPA Group, Inc.

RIPPE & KINGSTON 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

	<u>2018</u>	<u>2017</u>
ASSETS		
Investments, at fair value	\$ 13,235,029	\$ 14,717,512
Fully benefit responsive investment contract, at contract value	<u>1,046,279</u>	<u>1,202,219</u>
Total investments	14,281,308	15,919,731
Notes receivable from participants	<u>62,136</u>	<u>76,609</u>
TOTAL ASSETS	14,343,444	15,996,340
LIABILITIES		
Accrued expenses	<u>8,000</u>	<u>-</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u>\$ 14,335,444</u>	<u>\$ 15,996,340</u>

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

RIPPE & KINGSTON 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the Year Ended December 31, 2018 (Liquidation Basis)

ADDITIONS

Investment income:	
Interest, dividends and other earnings	\$ 995,443
Interest from participant notes receivable	6,695
Contributions:	
Participant	502,617
Employer	69,132
Rollovers	29,096
Total contributions	600,845
Net realized and unrealized loss in value of investments	(1,582,973)
TOTAL ADDITIONS	20,010

DEDUCTIONS

Distributions to participants	1,660,351
Administrative expenses	20,555
TOTAL DEDUCTIONS	1,680,906

NET DECREASE IN NET ASSETS AVAILABLE FOR BENEFITS (1,660,896)

Net assets available for benefits:

Beginning of year	15,996,340
End of year	\$ 14,335,444

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

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

DESCRIPTION OF PLAN

The following brief description of the Rippe & Kingston 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for a more comprehensive description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of Rippe & Kingston Systems, Inc. and Rippe & Kingston, LLC, (collectively, "the Company") who are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA). In 2018, the Company was acquired by Insperity Holdings, Inc. and, it was determined that the Plan would be terminated. The Plan was frozen to new contributions after December 31, 2018. Effective January 1, 2019, all participants eligible for the Plan became eligible to participate in the Insperity 401(k) Plan. On March 21, 2019 the Plan was terminated and the final distributions to participants through rollover to the Insperity 401(k) Plan, an individual retirement account, or payment in cash was made to the participants.

The Trustees are responsible for the oversight of the Plan. The Trustees also determine the appropriateness of the Plan's investment offerings and monitor investment performance.

Contributions

Prior to the amendment freezing the Plan, participants could contribute up to the Internal Revenue Service (IRS) plan limits of pretax annual compensation, as defined in the Plan. Participants who attained age 50 before the end of the Plan year were eligible to make catch-up contributions. Participants could also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants directed the investment of their contributions into various investment options offered by the Plan. Effective January 1, 2012, the Plan included an auto-enrollment provision whereby all newly eligible employees were automatically enrolled in the Plan unless they affirmatively elected not to participate in the Plan. The Company contributed 25 percent of the first 5 percent of base compensation that a participant contributed to the Plan. The Company could also make discretionary contributions. No discretionary contributions were made during the years ended December 31, 2018 and 2017. Contributions are subject to certain IRS limitations.

Participants could rollover amounts representing distributions from other qualified defined benefit or contribution plans. These amounts are presented separately in the statement of changes in net assets available for benefits.

Participant Accounts

Each participant's account was credited with the participant's contributions and Company matching contributions, as well as allocations of the Company's discretionary contribution. Participant amounts are charged for administrative expenses that have been paid by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their voluntary contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested after five years of credited service. Upon termination of the Plan described previously, all participants became fully vested in the Company's contribution portion of their account.

Notes Receivable from Participants

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their account balance. The loans are secured by the balance in the participant's account. The loan interest rate is determined by the Plan Administrator. Principal and interest is paid ratably through semi-monthly payroll deductions.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

DESCRIPTION OF PLAN - Continued

Payment of Benefits

On termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or periodic installments over a defined period. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Forfeited Accounts

Forfeitures represent the non-vested portion of employer contributions to accounts of former employees. The forfeitures balance of \$1,470 and \$2,634 at December 31, 2018 and 2017, respectively will be used to reduce future employer contributions or Plan expenses. Forfeitures in the amount of \$5,795 and \$1,488 were used to reduce expenses during the years ended December 31, 2018 and 2017, respectively.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Plan have been prepared on a liquidation basis, in accordance with accounting principles generally accepted in the United States of America ("GAAP"). This basis of accounting is considered appropriate when, among other things, liquidation of an entity is probable and the net realizable value of assets is reasonably determinable. Under the liquidation basis of accounting, assets are stated at their estimated net realized cash value and liabilities are stated at their anticipated settlement amounts. As a result of the Plan termination effective March 21, 2019, the Plan's financial statements as of December 31, 2018 and for the year then ended have been prepared on the liquidation basis and the December 31, 2017 financial statements have been prepared on a going concern basis, in accordance with GAAP. There were no material changes to the 2018 financial statements as a result of the change under the liquidation basis of accounting. Following are the significant accounting policies followed by the Plan:

Contributions

Contributions are recorded as earned on the accrual basis when withheld from the participant's earnings.

Investments

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. Investments in portfolio pooled separate accounts are valued at fair value based upon quoted market prices of the underlying investments. The Plan has an investment in a benefit responsive insurance contract. Since the contract is benefit responsive, it is recorded at contract value as that is the relevant measurement attribute. See footnote entitled INVESTMENT CONTRACT WITH INSURANCE COMPANY for additional information. The Plan's trustees determine the Plan's valuation policies utilizing information provided by the investment advisors, custodian and insurance company. The fair value of pooled separate accounts and contract value of the benefit responsive insurance contract are considered to be the net realizable cash value of the investments at December 31, 2018 because those are the values at which the Plan can transact on the investments. This is consistent with the liquidation basis of accounting.

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 (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when incurred. No allowance for credit losses has been recorded for either year presented. If a participant ceases to make payments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses of \$10,338 for the year ended December 31, 2018 is included in net realized and unrealized loss in value of investments.

Income Taxes

The Plan is exempt from income taxes as a profit sharing plan under Internal Revenue Service Code Section 401(a). Accordingly, no provision for income taxes has been presented in the accompanying financial statements.

The Plan complies with Accounting Standards Codification (ASC) 740-10 related to uncertain tax positions. The standard prescribes a recognition threshold and a measurement attribute for the financial recognition and measurement of a tax position taken or expected to be taken on a tax return. Plan administration is not aware of any tax positions taken by the Plan on its tax returns that they consider to be uncertain. Tax returns for the years ended 2015, 2016 and 2017 are still open and subject to examination by the Internal Revenue Service and Department of Labor.

Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Although these estimates are based on the plan administrator's knowledge of current events and actions it may undertake in the future, they may ultimately differ from actual results.

Risks and Uncertainties

The Plan provides for various investment options. Investment securities are exposed to various risks, such as interest rate and 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 would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

New Accounting Standards

In January 2016, Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-01, *Financial Instruments - Overall Recognition and Measurement of Financial Assets and Financial Liabilities*. ASU 2016-01 amended ASC 825, *Financial Instruments*, and eliminates the requirement to disclose the fair value of financial instruments not recorded at fair value required under ASC 825. This ASU is effective for years beginning after December 15, 2018. The plan administrator does not expect the adoption of this ASU to have a significant impact on the Plan's financial statements.

CERTIFIED INFORMATION

Certain information related to investments and notes receivable from participants at December 31, 2018 and 2017 disclosed in the accompanying financial statements and supplemental schedule, and net appreciation or depreciation in fair value of investments, interest, dividends, other earnings and interest income on

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

CERTIFIED INFORMATION – Continued

notes receivable from participants for the year ended December 31, 2018 and 2017, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by Voya Life Insurance and Annuity Company (Voya) (the custodian of the Plan).

PLAN TERMINATION

The Plan was approved for termination subject to the provisions of ERISA. Subsequent to December 31, 2018, no contributions, loan payments or new loans were allowed into or out of the Plan. All balances were distributed as of March 21, 2019. The Plan Sponsor will be paying fees of approximately \$8,000 related to the liquidation, preparation of the final 5500 and audit.

PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Voya. Voya is the custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the investment management services are included in net realized and unrealized loss in value of investments. The Company pays directly any other fees related to the Plan's operations.

RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

No reconciliation was necessary for 2018 and 2017.

INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan has entered into two investment contracts with Voya. Voya maintains contributions in a general account which is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that is guaranteed to the Plan. The crediting interest rate is based on a formula agreed upon by the issuer, but it may not be less than 3% for the Voya Fixed Account and 1% for the Voya Fixed Account A. Such interest rates are reviewed on a quarterly basis for resetting.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Contract value, as reported to the Plan by Voya, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investments at contract value.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include significant transfers of funds into or out of the fixed accounts for purposes other than the payment of benefits and the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with the participants are probable of occurring. The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

INCOME TAX STATUS

The Plan operates under a prototype plan sponsored by Voya, which received a favorable opinion letter from the Internal Revenue Service on March 31, 2008, stating that the Plan and the related trusts are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe the Plan is qualified, and the related trusts are tax exempt.

FAIR VALUE MEASUREMENTS

The Plan complies with ASC 820, *Fair Value Measurements and Disclosures*, to account for and report fair value. ASC 820 provides a single definition of fair value, a framework for measuring fair value and expanded disclosures concerning fair value. The standard defines fair value as the price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Fair values of certain assets are determined based on the fair value hierarchy established in this standard, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs are inputs that reflect assumptions market participants would use in pricing the asset or liability based on the best information available in the circumstances. The standard describes three levels within its hierarchy that may be used to measure fair value which are:

Level 1

Values are based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2

Values are based on quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3

Values are generated from unobservable inputs that are supported by little or no market activity and that are a significant component of the fair value of the assets or liabilities. These unobservable inputs would reflect management's estimates of assumptions that market participants would use in pricing related assets or liabilities. Valuation techniques might include the use of pricing models, discounted cash flow models or similar techniques.

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 methods are 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.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

FAIR VALUE MEASUREMENTS - Continued

The following tables present the Plan's fair value hierarchy for those assets and liabilities measured at fair value on a recurring basis:

		Fair Value Measurements Using:		
		Quoted Prices in Active Markets for Identical Assets Level (1)	Significant Other Observable Inputs Level (2)	Significant Unobservable Inputs Level (3)
	Fair Value			
December 31, 2018				
Self-directed brokerage accounts				
Common and preferred stocks	\$ 6,944	\$ 6,944	\$ -	\$ -
Exchange traded funds	72,808	72,808	-	-
Total investment assets in the fair value hierarchy	79,752	<u>\$ 79,752</u>	<u>\$ -</u>	<u>\$ -</u>
Investments measured at net asset value (practical expedient)	13,155,277			
Total investments at fair value	<u>\$ 13,235,029</u>			
December 31, 2017				
Self-directed brokerage accounts				
Common and preferred stocks	\$ 915,522	\$ 915,522	\$ -	\$ -
Exchange traded funds	251,884	251,884	-	-
Mutual funds	1,017,115	1,017,115	-	-
Total investment assets in the fair value hierarchy	2,184,521	<u>\$ 2,184,521</u>	<u>\$ -</u>	<u>\$ -</u>
Investments measured at net asset value (practical expedient)	12,532,991			
Total investments at fair value	<u>\$ 14,717,512</u>			

A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the classification of fair value assets and liabilities within the fair value hierarchy levels. The fair value of the common and preferred stocks, exchange traded funds and mutual funds are based on the closing price reported by the active market on which the individual securities are traded. As a result, they are considered Level 1.

In accordance with the practical expedient, certain investments that are measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in the table above are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer. There were no transfers between levels of the fair value hierarchy during 2018 and 2017.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

FAIR VALUE MEASUREMENTS - Continued

The table below summarizes the Plan's investments that are measured at fair value based on the net asset value per share at December 31, 2018 and 2017, respectively.

Investment Category	2018 Fair Value	2017 Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Period Notice
Pooled separate account:					
Bonds	\$ 764,015	\$ 873,583	-	Daily	1 Day
Target date	963,381	968,598	-	Daily	1 Day
Large cap value	2,203,876	2,615,537	-	Daily	1 Day
Large cap growth	2,541,845	2,546,475	-	Daily	1 Day
Mid cap	1,705,250	1,922,552	-	Daily	1 Day
Small cap	629,276	800,469	-	Daily	1 Day
Specialty	391,116	394,591	-	Daily	1 Day
Global/international	2,041,892	2,226,464	-	Daily	1 Day
Money market fund	1,914,626	184,722	-	Daily	1 Day

RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits reported on the financial statements compared to amounts reported on the Form 5500 at December 31, 2018 and 2017:

	2018	2017
Net assets available for benefits per the financial statements	\$ 14,335,444	\$ 15,996,340
Add: current year accrued expenses	8,000	-
Net assets available for benefits per the Form 5500	<u>\$ 14,343,444</u>	<u>\$ 15,996,340</u>

The following is a reconciliation of changes within net assets available for benefits reported on the financial statements compared to amounts reported on the Form 5500 for the years presented:

	2018
Net increase (decrease) per the financial statements	\$ (1,660,896)
Add: current year accrued expenses	8,000
Net increase per the Form 5500	<u>\$ (1,652,896)</u>

SUBSEQUENT EVENTS

Subsequent events were evaluated through October 10, 2019, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

RIPPE & KINGSTON 401(k) PLAN

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

December 31, 2018

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Alger Spectra Fund	Pooled Separate Account	Participant Directed	\$500,609
	Allianz NFJ Small-Cap Value Fund	Pooled Separate Account	Participant Directed	17,085
	American Bond Small Cap Value Fund	Pooled Separate Account	Participant Directed	531,377
	American Funds EuroPacific Growth Fund	Pooled Separate Account	Participant Directed	354,055
	American Funds New Perspective Fund	Pooled Separate Account	Participant Directed	1,119,980
	American Funds SmallCap World Fund	Pooled Separate Account	Participant Directed	84,129
	American Funds The Growth Fund of America	Pooled Separate Account	Participant Directed	1,608,626
	American Funds Washington Mutual Investors Fund	Pooled Separate Account	Participant Directed	576,339
	American Funds 2015 Tdate R3	Pooled Separate Account	Participant Directed	48,006
	American Funds 2020 Tdate R3	Pooled Separate Account	Participant Directed	22,390
	American Funds 2025 Tdate R3	Pooled Separate Account	Participant Directed	327,294
	American Funds 2030 Tdate R3	Pooled Separate Account	Participant Directed	21,874
	American Funds 2035 Tdate R3	Pooled Separate Account	Participant Directed	237,923
	American Funds 2040 Tdate R3	Pooled Separate Account	Participant Directed	29,484
	American Funds 2045 Tdate R3	Pooled Separate Account	Participant Directed	65,293
	American Funds 2050 Tdate R3	Pooled Separate Account	Participant Directed	41,900
	American Funds 2055 Tdate R3	Pooled Separate Account	Participant Directed	129,575
	American Funds 2060 Tdate R3	Pooled Separate Account	Participant Directed	39,642
	Clearbridge Mid Cap	Pooled Separate Account	Participant Directed	44,390
	Clearbridge SmallCap Growth	Pooled Separate Account	Participant Directed	80,814
	Eaton Vance Income Fund of Boston	Pooled Separate Account	Participant Directed	102,155
	Hartford Equity Fund	Pooled Separate Account	Participant Directed	100,598
	Invesco European Growth Fund	Pooled Separate Account	Participant Directed	7,861
	Invesco Global Health Care Fund	Pooled Separate Account	Participant Directed	60,730
	MFS Emerging Markets Debt Fund	Pooled Separate Account	Participant Directed	6,957
	MFS International Value	Pooled Separate Account	Participant Directed	213,861
	MFS Technology Fund	Pooled Separate Account	Participant Directed	311,184
	Oppenheimer Developing Markets Fund	Pooled Separate Account	Participant Directed	262,006
	Oppenheimer Gold & Special Minerals Fund	Pooled Separate Account	Participant Directed	14,337
	PIMCO Real Return Fund	Pooled Separate Account	Participant Directed	99,805
*	Voya Baron Growth Portfolio	Pooled Separate Account	Participant Directed	1,162,790
*	Voya Corporate Leaders 100 Fund	Pooled Separate Account	Participant Directed	419,365
*	Voya Global Real Estate Fund	Pooled Separate Account	Participant Directed	4,865
*	Voya GNMA Income Fund	Pooled Separate Account	Participant Directed	274,679
*	Voya Intermediate Bond Fund	Pooled Separate Account	Participant Directed	280,419
*	Voya JPMorgan Mid Cap Value Portfolio	Pooled Separate Account	Participant Directed	498,070
*	Voya Large Cap Growth Portfolio	Pooled Separate Account	Participant Directed	432,610
*	Voya Large Cap Value Fund A	Pooled Separate Account	Participant Directed	162,934
*	Voya Money Market Fund	Pooled Separate Account	Participant Directed	1,914,626
*	Voya US Stock Index Portfolio Adv	Pooled Separate Account	Participant Directed	944,640
*	Voya Fixed Account	Guaranteed investment contract	Participant Directed	971,121
*	Voya Fixed Account A	Guaranteed investment contract	Participant Directed	75,158
	TD Ameritrade self-directed brokerage accounts	Various	Participant Directed	79,752
*	Participant loans	Interest rates at 9.50% with maturity dates from one to ten years	Participant Directed	62,136
Total				<u>\$ 14,343,444</u>

* - Represents party-in-interest

Attachment to 2018 Form 5500
Schedule H, line 4i - Schedule of Assets
(Held at End of Year)
Rippe & Kingston 401(K) Plan
EIN#31-1072524
Plan#001
As Of December 31, 2018

(a) (b) Identity of issue, borrower, lessor or similar party	(c) Description of investments including maturity date, rate of interest, collateral, par, or maturity date	(d) Cost	(e) Current Value
Alger Spectra Fund I	Registered Investment Company		\$500,609
AllianzGI NFJ Sm-Cap VI Fd R	Registered Investment Company		\$17,085
AmBcn Small Cap Value Fund Adv	Registered Investment Company		\$531,377
American Funds 2015 TDate R3	Registered Investment Company		\$48,006
American Funds 2020 TDate R3	Registered Investment Company		\$22,390
American Funds 2025 TDate R3	Registered Investment Company		\$327,294
American Funds 2030 TDate R3	Registered Investment Company		\$21,874
American Funds 2035 TDate R3	Registered Investment Company		\$237,923
American Funds 2040 TDate R3	Registered Investment Company		\$29,484
American Funds 2045 TDate R3	Registered Investment Company		\$65,293
American Funds 2050 TDate R3	Registered Investment Company		\$41,900
American Funds 2055 TDate R3	Registered Investment Company		\$129,575
American Funds 2060 TDate R3	Registered Investment Company		\$39,642
American Funds EuroPacific R3	Registered Investment Company		\$354,055
American Funds Growth Fnd R3	Registered Investment Company		\$1,608,626
American Funds SMALLCAP R3	Registered Investment Company		\$84,129
AmFds NPF R3	Registered Investment Company		\$1,119,980
ClrBrg Mid Cap Fund R	Registered Investment Company		\$44,390
ClrBrg SmCp Grw Fnd R	Registered Investment Company		\$80,814
Eaton Vance Inc Fd of Boston R	Registered Investment Company		\$102,155
Hrtfrd Equity Income Fund R4	Registered Investment Company		\$100,598
Invesco European Growth Fund A	Registered Investment Company		\$7,861
Invesco Hlth Care Fd Inv	Registered Investment Company		\$60,730
Participant Loans	Participant Loans		\$62,136
MFS Emerging Mkts Debt Fnd R2	Registered Investment Company		\$6,957
MFS International Value - R2	Registered Investment Company		\$213,861
MFS Technology Fund R2	Registered Investment Company		\$311,184
Oppenhr Developing Mkts Fnd R	Registered Investment Company		\$262,006
Oppenhr Gold & Spec Min Fd R	Registered Investment Company		\$14,337
PIMCO Real Return Fund-A	Registered Investment Company		\$99,805
TD AMERITRADE SDBA	Registered Investment Company		\$79,752
* Voya Corporate Ldrs 100 Fd A	Registered Investment Company		\$419,365
* Voya Fixed Account	Insurance Company General Account		\$971,121
* Voya Fixed Account A	Insurance Company General Account		\$75,158
* Voya Global Real Estate Fund A	Registered Investment Company		\$4,865
* Voya GNMA Income Fund A	Registered Investment Company		\$274,676
* Voya Gov Money Market Fund A	Registered Investment Company		\$1,914,626
* Voya Intermediate Bond Fund A	Registered Investment Company		\$280,419
* Voya Large Cap Growth Prt Adv	Registered Investment Company		\$432,610
* Voya Large Cap Value Fund A	Registered Investment Company		\$162,934
* Voya US Stock Index Port Adv	Registered Investment Company		\$944,640
* VY Baron Growth Port Adv	Registered Investment Company		\$1,162,790
* VY JPM MdCp Value Port Adv	Registered Investment Company		\$498,070
Washington Mutual Invest(R-3)	Registered Investment Company		\$576,339
TOTAL	Registered Investment Company		\$14,343,444

* denotes party-in-interest

Column (d) is not required as the Plan's investments are totally participant directed.

RIPPE & KINGSTON 401(K) PLAN

FINANCIAL STATEMENTS

December 31, 2018 and 2017

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bhm cpa group, inc.
CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Trustees of the Rippe &
Kingston 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Rippe & Kingston 401(k) Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2018 (in liquidation) and 2017 (going concern basis), the related statements of changes in net assets available for benefits for the year ended December 31, 2018 (in liquidation), and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (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 which was certified by Voya Life Insurance and Annuity Company, the custodian of the Plan, except for comparing such 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 investment assets and executes investment transactions. The plan administrator has obtained a certification 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.

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.

Emphasis of Matter

As described in the notes to the financial statements, the Plan termination and a plan of liquidation was approved and management determined liquidation is imminent as of December 31, 2018. As a result, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2017 financial statements to the liquidation basis used in presenting the 2018 financial statements. Our opinion is not modified with respect to that matter.

Other Matter

The supplemental 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 the 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 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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Circleville, Ohio
October 10, 2019

BHM CPA Group, Inc.

RIPPE & KINGSTON 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

	<u>2018</u>	<u>2017</u>
ASSETS		
Investments, at fair value	\$ 13,235,029	\$ 14,717,512
Fully benefit responsive investment contract, at contract value	<u>1,046,279</u>	<u>1,202,219</u>
Total investments	14,281,308	15,919,731
Notes receivable from participants	<u>62,136</u>	<u>76,609</u>
TOTAL ASSETS	14,343,444	15,996,340
LIABILITIES		
Accrued expenses	<u>8,000</u>	<u>-</u>
NET ASSETS AVAILABLE FOR PLAN BENEFITS	<u>\$ 14,335,444</u>	<u>\$ 15,996,340</u>

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

RIPPE & KINGSTON 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For the Year Ended December 31, 2018 (Liquidation Basis)

ADDITIONS

Investment income:	
Interest, dividends and other earnings	\$ 995,443
Interest from participant notes receivable	6,695

Contributions:

Participant	502,617
Employer	69,132
Rollovers	29,096
Total contributions	<u>600,845</u>

Net realized and unrealized loss in value of investments	<u>(1,582,973)</u>
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TOTAL ADDITIONS	<u>20,010</u>
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DEDUCTIONS

Distributions to participants	1,660,351
Administrative expenses	<u>20,555</u>

TOTAL DEDUCTIONS	<u>1,680,906</u>
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NET DECREASE IN NET ASSETS AVAILABLE FOR BENEFITS	(1,660,896)
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Net assets available for benefits:

Beginning of year	<u>15,996,340</u>
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End of year	<u><u>\$ 14,335,444</u></u>
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The accompanying notes are an integral part of these financial statements.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

DESCRIPTION OF PLAN

The following brief description of the Rippe & Kingston 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for a more comprehensive description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of Rippe & Kingston Systems, Inc. and Rippe & Kingston, LLC, (collectively, "the Company") who are age 18 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act (ERISA). In 2018, the Company was acquired by Insperity Holdings, Inc. and, it was determined that the Plan would be terminated. The Plan was frozen to new contributions after December 31, 2018. Effective January 1, 2019, all participants eligible for the Plan became eligible to participate in the Insperity 401(k) Plan. On March 21, 2019 the Plan was terminated and the final distributions to participants through rollover to the Insperity 401(k) Plan, an individual retirement account, or payment in cash was made to the participants.

The Trustees are responsible for the oversight of the Plan. The Trustees also determine the appropriateness of the Plan's investment offerings and monitor investment performance.

Contributions

Prior to the amendment freezing the Plan, participants could contribute up to the Internal Revenue Service (IRS) plan limits of pretax annual compensation, as defined in the Plan. Participants who attained age 50 before the end of the Plan year were eligible to make catch-up contributions. Participants could also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover). Participants directed the investment of their contributions into various investment options offered by the Plan. Effective January 1, 2012, the Plan included an auto-enrollment provision whereby all newly eligible employees were automatically enrolled in the Plan unless they affirmatively elected not to participate in the Plan. The Company contributed 25 percent of the first 5 percent of base compensation that a participant contributed to the Plan. The Company could also make discretionary contributions. No discretionary contributions were made during the years ended December 31, 2018 and 2017. Contributions are subject to certain IRS limitations.

Participants could rollover amounts representing distributions from other qualified defined benefit or contribution plans. These amounts are presented separately in the statement of changes in net assets available for benefits.

Participant Accounts

Each participant's account was credited with the participant's contributions and Company matching contributions, as well as allocations of the Company's discretionary contribution. Participant amounts are charged for administrative expenses that have been paid by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are vested immediately in their voluntary contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested after five years of credited service. Upon termination of the Plan described previously, all participants became fully vested in the Company's contribution portion of their account.

Notes Receivable from Participants

Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50 percent of their account balance. The loans are secured by the balance in the participant's account. The loan interest rate is determined by the Plan Administrator. Principal and interest is paid ratably through semi-monthly payroll deductions.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

DESCRIPTION OF PLAN - Continued

Payment of Benefits

On termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or periodic installments over a defined period. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Forfeited Accounts

Forfeitures represent the non-vested portion of employer contributions to accounts of former employees. The forfeitures balance of \$1,470 and \$2,634 at December 31, 2018 and 2017, respectively will be used to reduce future employer contributions or Plan expenses. Forfeitures in the amount of \$5,795 and \$1,488 were used to reduce expenses during the years ended December 31, 2018 and 2017, respectively.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Plan have been prepared on a liquidation basis, in accordance with accounting principles generally accepted in the United States of America ("GAAP"). This basis of accounting is considered appropriate when, among other things, liquidation of an entity is probable and the net realizable value of assets is reasonably determinable. Under the liquidation basis of accounting, assets are stated at their estimated net realized cash value and liabilities are stated at their anticipated settlement amounts. As a result of the Plan termination effective March 21, 2019, the Plan's financial statements as of December 31, 2018 and for the year then ended have been prepared on the liquidation basis and the December 31, 2017 financial statements have been prepared on a going concern basis, in accordance with GAAP. There were no material changes to the 2018 financial statements as a result of the change under the liquidation basis of accounting. Following are the significant accounting policies followed by the Plan:

Contributions

Contributions are recorded as earned on the accrual basis when withheld from the participant's earnings.

Investments

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. Investments in portfolio pooled separate accounts are valued at fair value based upon quoted market prices of the underlying investments. The Plan has an investment in a benefit responsive insurance contract. Since the contract is benefit responsive, it is recorded at contract value as that is the relevant measurement attribute. See footnote entitled INVESTMENT CONTRACT WITH INSURANCE COMPANY for additional information. The Plan's trustees determine the Plan's valuation policies utilizing information provided by the investment advisors, custodian and insurance company. The fair value of pooled separate accounts and contract value of the benefit responsive insurance contract are considered to be the net realizable cash value of the investments at December 31, 2018 because those are the values at which the Plan can transact on the investments. This is consistent with the liquidation basis of accounting.

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 (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when incurred. No allowance for credit losses has been recorded for either year presented. If a participant ceases to make payments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses of \$10,338 for the year ended December 31, 2018 is included in net realized and unrealized loss in value of investments.

Income Taxes

The Plan is exempt from income taxes as a profit sharing plan under Internal Revenue Service Code Section 401(a). Accordingly, no provision for income taxes has been presented in the accompanying financial statements.

The Plan complies with Accounting Standards Codification (ASC) 740-10 related to uncertain tax positions. The standard prescribes a recognition threshold and a measurement attribute for the financial recognition and measurement of a tax position taken or expected to be taken on a tax return. Plan administration is not aware of any tax positions taken by the Plan on its tax returns that they consider to be uncertain. Tax returns for the years ended 2015, 2016 and 2017 are still open and subject to examination by the Internal Revenue Service and Department of Labor.

Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires the plan administrator to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Although these estimates are based on the plan administrator's knowledge of current events and actions it may undertake in the future, they may ultimately differ from actual results.

Risks and Uncertainties

The Plan provides for various investment options. Investment securities are exposed to various risks, such as interest rate and 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 would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

New Accounting Standards

In January 2016, Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-01, *Financial Instruments - Overall Recognition and Measurement of Financial Assets and Financial Liabilities*. ASU 2016-01 amended ASC 825, *Financial Instruments*, and eliminates the requirement to disclose the fair value of financial instruments not recorded at fair value required under ASC 825. This ASU is effective for years beginning after December 15, 2018. The plan administrator does not expect the adoption of this ASU to have a significant impact on the Plan's financial statements.

CERTIFIED INFORMATION

Certain information related to investments and notes receivable from participants at December 31, 2018 and 2017 disclosed in the accompanying financial statements and supplemental schedule, and net appreciation or depreciation in fair value of investments, interest, dividends, other earnings and interest income on

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

CERTIFIED INFORMATION – Continued

notes receivable from participants for the year ended December 31, 2018 and 2017, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by Voya Life Insurance and Annuity Company (Voya) (the custodian of the Plan).

PLAN TERMINATION

The Plan was approved for termination subject to the provisions of ERISA. Subsequent to December 31, 2018, no contributions, loan payments or new loans were allowed into or out of the Plan. All balances were distributed as of March 21, 2019. The Plan Sponsor will be paying fees of approximately \$8,000 related to the liquidation, preparation of the final 5500 and audit.

PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Voya. Voya is the custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the investment management services are included in net realized and unrealized loss in value of investments. The Company pays directly any other fees related to the Plan's operations.

RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

No reconciliation was necessary for 2018 and 2017.

INVESTMENT CONTRACT WITH INSURANCE COMPANY

The Plan has entered into two investment contracts with Voya. Voya maintains contributions in a general account which is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that is guaranteed to the Plan. The crediting interest rate is based on a formula agreed upon by the issuer, but it may not be less than 3% for the Voya Fixed Account and 1% for the Voya Fixed Account A. Such interest rates are reviewed on a quarterly basis for resetting.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. Contract value, as reported to the Plan by Voya, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investments at contract value.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include significant transfers of funds into or out of the fixed accounts for purposes other than the payment of benefits and the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with the participants are probable of occurring. The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

INCOME TAX STATUS

The Plan operates under a prototype plan sponsored by Voya, which received a favorable opinion letter from the Internal Revenue Service on March 31, 2008, stating that the Plan and the related trusts are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe the Plan is qualified, and the related trusts are tax exempt.

FAIR VALUE MEASUREMENTS

The Plan complies with ASC 820, *Fair Value Measurements and Disclosures*, to account for and report fair value. ASC 820 provides a single definition of fair value, a framework for measuring fair value and expanded disclosures concerning fair value. The standard defines fair value as the price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Fair values of certain assets are determined based on the fair value hierarchy established in this standard, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs are inputs that reflect assumptions market participants would use in pricing the asset or liability based on the best information available in the circumstances. The standard describes three levels within its hierarchy that may be used to measure fair value which are:

Level 1

Values are based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2

Values are based on quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3

Values are generated from unobservable inputs that are supported by little or no market activity and that are a significant component of the fair value of the assets or liabilities. These unobservable inputs would reflect management's estimates of assumptions that market participants would use in pricing related assets or liabilities. Valuation techniques might include the use of pricing models, discounted cash flow models or similar techniques.

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 methods are 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.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

FAIR VALUE MEASUREMENTS - Continued

The following tables present the Plan's fair value hierarchy for those assets and liabilities measured at fair value on a recurring basis:

		Fair Value Measurements Using:		
		Quoted Prices in Active Markets for Identical Assets Level (1)	Significant Other Observable Inputs Level (2)	Significant Unobservable Inputs Level (3)
	Fair Value			
December 31, 2018				
Self-directed brokerage accounts				
Common and preferred stocks	\$ 6,944	\$ 6,944	\$ -	\$ -
Exchange traded funds	72,808	72,808	-	-
Total investment assets in the fair value hierarchy	79,752	<u>\$ 79,752</u>	<u>\$ -</u>	<u>\$ -</u>
Investments measured at net asset value (practical expedient)	13,155,277			
Total investments at fair value	<u>\$ 13,235,029</u>			
December 31, 2017				
Self-directed brokerage accounts				
Common and preferred stocks	\$ 915,522	\$ 915,522	\$ -	\$ -
Exchange traded funds	251,884	251,884	-	-
Mutual funds	1,017,115	1,017,115	-	-
Total investment assets in the fair value hierarchy	2,184,521	<u>\$ 2,184,521</u>	<u>\$ -</u>	<u>\$ -</u>
Investments measured at net asset value (practical expedient)	12,532,991			
Total investments at fair value	<u>\$ 14,717,512</u>			

A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the classification of fair value assets and liabilities within the fair value hierarchy levels. The fair value of the common and preferred stocks, exchange traded funds and mutual funds are based on the closing price reported by the active market on which the individual securities are traded. As a result, they are considered Level 1.

In accordance with the practical expedient, certain investments that are measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in the table above are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statement of net assets available for benefits.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer. There were no transfers between levels of the fair value hierarchy during 2018 and 2017.

RIPPE & KINGSTON 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS - Continued

December 31, 2018 (Liquidation Basis) and 2017 (Going Concern Basis)

FAIR VALUE MEASUREMENTS - Continued

The table below summarizes the Plan's investments that are measured at fair value based on the net asset value per share at December 31, 2018 and 2017, respectively.

Investment Category	2018 Fair Value	2017 Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Period Notice
Pooled separate account:					
Bonds	\$ 764,015	\$ 873,583	-	Daily	1 Day
Target date	963,381	968,598	-	Daily	1 Day
Large cap value	2,203,876	2,615,537	-	Daily	1 Day
Large cap growth	2,541,845	2,546,475	-	Daily	1 Day
Mid cap	1,705,250	1,922,552	-	Daily	1 Day
Small cap	629,276	800,469	-	Daily	1 Day
Specialty	391,116	394,591	-	Daily	1 Day
Global/international	2,041,892	2,226,464	-	Daily	1 Day
Money market fund	1,914,626	184,722	-	Daily	1 Day

RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits reported on the financial statements compared to amounts reported on the Form 5500 at December 31, 2018 and 2017:

	2018	2017
Net assets available for benefits per the financial statements	\$ 14,335,444	\$ 15,996,340
Add: current year accrued expenses	8,000	-
Net assets available for benefits per the Form 5500	<u>\$ 14,343,444</u>	<u>\$ 15,996,340</u>

The following is a reconciliation of changes within net assets available for benefits reported on the financial statements compared to amounts reported on the Form 5500 for the years presented:

	2018
Net increase (decrease) per the financial statements	\$ (1,660,896)
Add: current year accrued expenses	8,000
Net increase per the Form 5500	<u>\$ (1,652,896)</u>

SUBSEQUENT EVENTS

Subsequent events were evaluated through October 10, 2019, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

RIPPE & KINGSTON 401(k) PLAN

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

December 31, 2018

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Alger Spectra Fund	Pooled Separate Account	Participant Directed	\$500,609
	Allianz NFJ Small-Cap Value Fund	Pooled Separate Account	Participant Directed	17,085
	American Bond Small Cap Value Fund	Pooled Separate Account	Participant Directed	531,377
	American Funds EuroPacific Growth Fund	Pooled Separate Account	Participant Directed	354,055
	American Funds New Perspective Fund	Pooled Separate Account	Participant Directed	1,119,980
	American Funds SmallCap World Fund	Pooled Separate Account	Participant Directed	84,129
	American Funds The Growth Fund of America	Pooled Separate Account	Participant Directed	1,608,626
	American Funds Washington Mutual Investors Fund	Pooled Separate Account	Participant Directed	576,339
	American Funds 2015 Tdate R3	Pooled Separate Account	Participant Directed	48,006
	American Funds 2020 Tdate R3	Pooled Separate Account	Participant Directed	22,390
	American Funds 2025 Tdate R3	Pooled Separate Account	Participant Directed	327,294
	American Funds 2030 Tdate R3	Pooled Separate Account	Participant Directed	21,874
	American Funds 2035 Tdate R3	Pooled Separate Account	Participant Directed	237,923
	American Funds 2040 Tdate R3	Pooled Separate Account	Participant Directed	29,484
	American Funds 2045 Tdate R3	Pooled Separate Account	Participant Directed	65,293
	American Funds 2050 Tdate R3	Pooled Separate Account	Participant Directed	41,900
	American Funds 2055 Tdate R3	Pooled Separate Account	Participant Directed	129,575
	American Funds 2060 Tdate R3	Pooled Separate Account	Participant Directed	39,642
	Clearbridge Mid Cap	Pooled Separate Account	Participant Directed	44,390
	Clearbridge SmallCap Growth	Pooled Separate Account	Participant Directed	80,814
	Eaton Vance Income Fund of Boston	Pooled Separate Account	Participant Directed	102,155
	Hartford Equity Fund	Pooled Separate Account	Participant Directed	100,598
	Invesco European Growth Fund	Pooled Separate Account	Participant Directed	7,861
	Invesco Global Health Care Fund	Pooled Separate Account	Participant Directed	60,730
	MFS Emerging Markets Debt Fund	Pooled Separate Account	Participant Directed	6,957
	MFS International Value	Pooled Separate Account	Participant Directed	213,861
	MFS Technology Fund	Pooled Separate Account	Participant Directed	311,184
	Oppenheimer Developing Markets Fund	Pooled Separate Account	Participant Directed	262,006
	Oppenheimer Gold & Special Minerals Fund	Pooled Separate Account	Participant Directed	14,337
	PIMCO Real Return Fund	Pooled Separate Account	Participant Directed	99,805
*	Voya Baron Growth Portfolio	Pooled Separate Account	Participant Directed	1,162,790
*	Voya Corporate Leaders 100 Fund	Pooled Separate Account	Participant Directed	419,365
*	Voya Global Real Estate Fund	Pooled Separate Account	Participant Directed	4,865
*	Voya GNMA Income Fund	Pooled Separate Account	Participant Directed	274,679
*	Voya Intermediate Bond Fund	Pooled Separate Account	Participant Directed	280,419
*	Voya JPMorgan Mid Cap Value Portfolio	Pooled Separate Account	Participant Directed	498,070
*	Voya Large Cap Growth Portfolio	Pooled Separate Account	Participant Directed	432,610
*	Voya Large Cap Value Fund A	Pooled Separate Account	Participant Directed	162,934
*	Voya Money Market Fund	Pooled Separate Account	Participant Directed	1,914,626
*	Voya US Stock Index Portfolio Adv	Pooled Separate Account	Participant Directed	944,640
*	Voya Fixed Account	Guaranteed investment contract	Participant Directed	971,121
*	Voya Fixed Account A	Guaranteed investment contract	Participant Directed	75,158
	TD Ameritrade self-directed brokerage accounts	Various	Participant Directed	79,752
*	Participant loans	Interest rates at 9.50% with maturity dates from one to ten years	Participant Directed	62,136
Total				<u>\$ 14,343,444</u>

* - Represents party-in-interest