

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 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2019</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2019 or fiscal plan year beginning <u>01/01/2019</u> and ending <u>12/31/2019</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>SYSTEMAX INC. 401(K) 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>01/01/1987</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1987</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1987</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>SYSTEMAX INC.</u> <u>11 HARBOR PARK DR</u> <u>PORT WASHINGTON, NY 11050</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>11-3262067</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>516-608-7000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>454110</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>11-3262067</u>	2c Plan Sponsor's telephone number <u>516-608-7000</u>	2d Business code (see instructions) <u>454110</u>	
2b Employer Identification Number (EIN) <u>11-3262067</u>					
2c Plan Sponsor's telephone number <u>516-608-7000</u>					
2d Business code (see instructions) <u>454110</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.	10/14/2020	THOMAS AXMACHER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2019)
v. 190130

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	2213
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)	1152
a(2) Total number of active participants at the end of the plan year		6a(2)	1153
b Retired or separated participants receiving benefits.....		6b	6
c Other retired or separated participants entitled to future benefits		6c	1028
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	2187
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	5
f Total. Add lines 6d and 6e		6f	2192
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	2114
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	245
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 2S 2T 3D 3H			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2019 Form M-1 annual report. If the plan was not required to file the 2019 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2019
		This Form is Open to Public Inspection.

For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan SYSTEMAX INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 SYSTEMAX INC.	D Employer Identification Number (EIN) 11-3262067	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	29450	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

STRATEGIC ADVISORS, INC.

04-2654524

(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?
27	ADVISOR	20541	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ALZGI NFJ DIV VL ADM - DST ASSET M 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ALZGI NFJ SMCPLV ADM - DST ASSET M 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ARTISAN MID CAP VAL - DST ASSET MA 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.40%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BARON ASSET FUND - DST SYSTEMS INC 43-1581814	0.40%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
GLENMEDE SMCP EQ ADV - STATE STREE 04-0025081	0.40%

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
OAKMARK EQ & INC INV - DST ASSET M 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.35%

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PIMCO TOT RETURN ADM - DST ASSET M 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
ROYCE SM CO GR SVC - DST ASSET MAN 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.45%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
VS EMERGING MKTS A - FIS INVESTOR 4249 EASTON WAY SUITE 400 COLUMBUS, OH 43219	0.55%	

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
(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:

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

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2019 This Form is Open to Public Inspection
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan SYSTEMAX INC. 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 SYSTEMAX INC.	D Employer Identification Number (EIN) 11-3262067	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a	0	0
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)	0	0
	(2) Participant contributions.....	1b(2)	0	0
	(3) Other.....	1b(3)	0	0
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	7344962	7353820
	(2) U.S. Government securities	1c(2)	0	0
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)	0	0
	(B) All other.....	1c(3)(B)	0	0
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)	0	0
	(B) Common.....	1c(4)(B)	0	0
	(5) Partnership/joint venture interests	1c(5)	0	0
	(6) Real estate (other than employer real property).....	1c(6)	0	0
	(7) Loans (other than to participants)	1c(7)	0	0
	(8) Participant loans.....	1c(8)	1444836	1569117
	(9) Value of interest in common/collective trusts	1c(9)	1699966	1768899
	(10) Value of interest in pooled separate accounts	1c(10)	0	0
	(11) Value of interest in master trust investment accounts	1c(11)	0	0
	(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	56516695	67384106
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other.....	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	67006459	78075942

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	67006459	78075942
---	-----------	----------	----------

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)	1071310	
(B) Participants	2a(1)(B)	5370493	
(C) Others (including rollovers)	2a(1)(C)	753963	
(2) Noncash contributions	2a(2)	0	7195766
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	127896	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	63318	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		191214
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3427464	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		3427464
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		71302
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		10475282
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		21361028

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	10206586	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		10206586
f Corrective distributions (see instructions)	2f		17092
g Certain deemed distributions of participant loans (see instructions)	2g		17876
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	20541	
(4) Other	2i(4)	29450	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		49991
j Total expenses. Add all expense amounts in column (b) and enter total	2j		10291545

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		11069483
l Transfers of assets:			
(1) To this plan	2l(1)		0
(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) ☐ Unmodified (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: CORNICK GARBER & SANDLER

(2) EIN: 13-2620561

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?	X		5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
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.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n		X	

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 2019 This Form is Open to Public Inspection.
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For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019

A Name of plan <u>SYSTEMAX INC. 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>SYSTEMAX INC.</u>	D Employer Identification Number (EIN) <u>11-3262067</u>

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

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions	1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

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

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

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

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

Schedule R (Form 5500) 2019
v. 190130

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): _____

- 20 PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

- a** Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

- b** If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation _____

SYSTEMAX, INC. 401(k) PLAN
FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2019
AND 2018

Independent Auditor's Report

To the Plan Administrator of
Systemax, Inc. 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Systemax, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2019 and 2018, and the related statement of changes in net assets available for benefits for the year ended December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note D, which was certified by Fidelity Management Trust Company, the trustee of the plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019 and 2018 and for the year ended December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Cornick, Garber & Sandler LLP

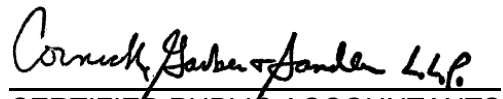
555 Madison Avenue, New York, NY 10022-3301 T 212.557.3900 F 212.557.3936
50 Charles Lindbergh Blvd., Uniondale NY 11553-3600 T 516.542.9030 F 516.542.9035

Other Matter

The supplemental schedule of assets held at end of year as of December 31, 2019 is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are 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 trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.


CERTIFIED PUBLIC ACCOUNTANTS

New York, New York
October 12, 2020

SYSTEMAX, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

<u>ASSETS</u>	December 31,	
	<u>2019</u>	<u>2018</u>
Investments at fair value	<u>\$ 76,483,293</u>	<u>\$ 65,579,862</u>
Receivables:		
Notes receivable from participants	<u>1,569,117</u>	<u>1,444,836</u>
Total receivables	<u>1,569,117</u>	<u>1,444,836</u>
Total assets	<u>78,052,410</u>	<u>67,024,698</u>
<u>LIABILITY</u>		
Excess contributions payable	<u>50,769</u>	<u>15,382</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 78,001,641</u></u>	<u><u>\$ 67,009,316</u></u>

See accompanying notes.

SYSTEMAX, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED DECEMBER 31, 2019

Additions:

Investment income:	
Net appreciation in fair value of investments	\$ 10,504,813
Dividends	3,427,464
Interest	<u>127,896</u>

Total investment income	<u>14,060,173</u>
--------------------------------	--------------------------

Interest income on notes receivable from participants	<u>63,318</u>
---	---------------

Contributions:	
Employer	1,071,310
Participants	5,370,493
Rollovers	<u>753,963</u>

Total contributions	<u>7,195,766</u>
----------------------------	-------------------------

Total additions	<u>21,319,257</u>
------------------------	--------------------------

Deductions:

Benefits paid to participants	10,206,586
Corrective distributions	52,479
Deemed distributions of notes receivable from participants	17,876
Administrative expenses	<u>49,991</u>

Total deductions	<u>10,326,932</u>
-------------------------	--------------------------

NET INCREASE	10,992,325
---------------------	-------------------

Net assets available for benefits - January 1, 2019	<u>67,009,316</u>
--	--------------------------

NET ASSETS AVAILABLE FOR BENEFITS - DECEMBER 31, 2019	<u><u>\$ 78,001,641</u></u>
--	------------------------------------

See accompanying notes.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan

The following description of Systemax, Inc. 401(k) Plan, (the “Plan”), and Systemax, Inc. and its domestic subsidiaries (collectively the “Company”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General

The Plan was originally established on January 1, 1987 and is a defined contribution 401(k) plan for the exclusive benefit of all full-time employees who meet minimum age and service requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Contributions

Participants must have more than one month of service with the Company and be at least 21 years old in order to contribute a percentage of their annual compensation through either deferral or Roth not to exceed 60% of compensation, subject to the maximum contribution allowable under the Internal Revenue Code. In accordance with the amended plan, the Company makes matching contributions equal to 37.5% of the amount of a participant’s salary reduction contribution up to 6% of compensation. The Company made matching contributions of \$1,071,310 for the year ended December 31, 2019. The Company can also make a discretionary profit sharing contribution, the amount of which is determined by management. No discretionary profit sharing contribution was authorized for the year ended December 31, 2019. A participant must complete 1,000 hours of service and be employed by the Company as at the last day of the plan year to be eligible for the discretionary profit sharing contribution. Employer’s matching contributions are allocated to each participant based on the amount of his salary reduction contribution to the Plan and discretionary profit sharing contributions are allocated as a percentage of each eligible active participant’s compensation plus a percentage of each eligible active participant’s compensation in excess of the Social Security taxable wage base for the plan year (“integration level”). Excess deferral contributions made by participants in 2019 amounted to \$50,769. This amount was refunded on March 4, 2020 in order to satisfy the relevant nondiscrimination provisions of the Plan and is included in the statement of net assets available for benefits as excess contributions payable at December 31, 2019.

The Plan includes a qualified automatic contribution arrangement, pursuant to which all eligible employees are enrolled automatically with a 6% tax-deferred contribution rate unless the employee elects otherwise. These contributions are invested in the Plan’s default investment option unless the employee makes a different investment election. The default investment option is the Fidelity Freedom Fund closest to the participants projected retirement date at age 65. Employees may opt out of the automatic enrollment, stop contributions, modify their contribution rate or type, or change their investment allocation at any time.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan (Continued)

Participant Accounts

Each participant's account is credited with the participant's contribution and earnings and allocations of the Company's contribution. Forfeited balances of terminated participants' nonvested accounts are used to reduce Company contributions, which are allocated as discussed above.

Vesting

Participants are immediately vested in their contributions and the earnings thereon. The Company's discretionary and matching contributions, plus the earnings thereon, vest according to the schedule below. For purposes of computing years of vesting service, an employee must have completed at least 1,000 hours of service in any plan year. However, upon the participant's death, disability or attainment of age 65, all amounts are immediately vested.

<u>Years of Vesting Service</u>	<u>Vesting Percentage</u>
Less than 2	0%
2	25%
3	50%
4	75%
5 or more	100%

Notes Receivable from Participants

The Plan allows participants to borrow from their account a minimum of \$1,000 and a maximum of up to 50% of the vested value of their account balance. However, outstanding loans under the Plan may not exceed \$50,000 per participant. Loans, which are evidenced by a promissory note, bear interest at the prime rate plus 1% which is fixed at the date of the loan. Repayment is required in level payments over a period not to exceed five years, unless the loan qualifies as a home loan in which case the repayment period is not to exceed ten years. Participant loans are carried at their unpaid principal balance plus any accrued but unpaid interest.

Withdrawals

Withdrawals of all vested amounts may be made after a participant attains 59 ½ years of age or if the withdrawal is for reason of hardship (as defined).

Payment of Benefits

On termination of service due to death, disability or retirement, a participant, or the participant's beneficiary, if due to death, is to receive the vested value of their account in either a lump sum, if the account balance is less than \$5,000 or, at the participant's discretion, an annuity contract or lump sum, if the account balance is greater than \$5,000.

SYSTEMAX, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan (Continued)

Forfeited Accounts

At December 31, 2019 and 2018, forfeited nonvested accounts totaled \$101,012 and \$213,937, respectively. These accounts will be used to reduce future employer contributions. In 2019, employer contributions were reduced by \$337,876 from forfeited nonvested accounts.

NOTE B - Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles may require the plan administrator to make certain estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Valuation of Investments and Income Recognition

The Plan's investments are stated at fair value. The shares of registered investment companies are valued at quoted market prices, which represent the net asset values ("NAVs") of shares held by the Plan at year-end. The Plan invests in the Fidelity Managed Income Portfolio ("MIP") stable value common collective trust fund. The Plan's interest in the MIP is valued at the NAV practical expedient of the underlying investments reported by the issuer of the common collective trust at year-end. This practical expedient would not be used if it is determined to be probable that the Plan will sell the investment for an amount different from reported net asset value. The underlying assets owned by the MIP consist primarily of readily marketable fixed income securities. Securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the Plan year.

Purchases and sales of securities are recorded as of their trade-date. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. See Note C for discussion of fair value measurements.

Notes Receivable from Participants

Notes receivable from participants loans are carried at their unpaid principal balance plus any accrued but unpaid interest. The interest rate is 4.25% on all outstanding loans during 2019. As of December 31, 2019, the due dates on the outstanding loans range from one week to eight years. Delinquent participant loans are reclassified as distributions upon the terms of the Plan document.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B - Summary of Significant Accounting Policies (Continued)

Excess Contribution Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding charge to corrective distributions in the statement of changes in net assets available for benefits. The Plan distributed the 2019 excess contributions to the applicable participants prior to March 15, 2020.

Payment of Benefits

Benefits are recorded when paid.

Expenses

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

Subsequent Events

The Plan has considered subsequent events occurring through October 12, 2020, the date the financial statements were available for issuance, in evaluating its estimates and in the preparation of its financial statements.

On January 30, 2020, the World Health Organization declared the coronavirus outbreak a "Public Health Emergency of International Concern" and on March 10, 2020 they declared it to be a pandemic. The extent to which the pandemic impacts the Plan's market performance, operations and financial condition will depend on future developments, which are highly uncertain and cannot be predicted with confidence. This includes the duration, severity and scope of the outbreak, and the actions taken to contain its impact, as well as actions taken to limit the resulting economic impact, and the market's response to those actions.

In addition, on March 27, 2020, the Coronavirus Aid Relief and Economic Security Act ("CARES Act") was signed into law which provides plan, plan sponsor, and participant relief in response to the pandemic. In March of 2020, the Plan agreed to implement the provisions of the CARES Act as they relate to the Plan. The primary features within these provisions provided for the waiving of required minimum distributions for the 2020 plan year and for participants with loans due in 2020 to have the ability to delay repayments for one year. Additionally, the CARES Act provisions approved by the Plan provide for significant changes to new loans and distributions. Loan limits are increased to the lesser of \$100,000 or 100% of participants vested account balances through September 23, 2020. For distributions, participants negatively impacted by the pandemic can withdraw up to \$100,000 without being charged a 10% early withdrawal penalty for the 2020 plan year. The mandatory 20% tax withholding for such distributions is also suspended.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE C - Fair Value Measurements

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits.

The Financial Accounting Standards Board standard on "*Fair Value Measurements*" establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels. Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 is observable information for similar items in active or inactive markets, and Level 3 inputs are unobservable inputs to be used in situations where markets don't exist or are illiquid. Level 3 have the lowest priority.

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2019 and 2018.

Mutual funds: Valued at the daily closing price reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded and considered as Level 1 investments.

Stable Value Common Collective Trust: MIP is the only stable value collective trust fund available to the Plan. The Plan uses the NAV per share of the MIP provided by the trustee as a practical expedient to estimate fair value. The practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported NAV. Participant transactions (purchases and sales) may occur daily. If the Plan initiates a full redemption of the MIP, the issuer reserves the right to require 12 months notification in order to ensure that securities liquidations will be carried out in an orderly business manner. The MIP's units are issued and redeemed daily at the constant NAV of \$1 per unit. The Fund's investment objective is stability of principal and high current income.

The following table summarizes the Plan's investments at fair value as of December 31, 2019 and 2018:

<u>December 31, 2019</u>	<u>Fair Value Total</u>	<u>Level 1</u>
Mutual Funds	\$74,737,926	\$74,737,926
Stable Value Common Collective Trust	<u>1,745,367*</u>	<u>-</u>
Total	<u>\$76,483,293</u>	<u>\$74,737,926</u>

SYSTEMAX, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE C - Fair Value Measurements (Continued)

<u>December 31, 2018</u>	<u>Fair Value Total</u>	<u>Level 1</u>
Mutual Funds	\$63,861,657	\$63,861,657
Stable Value Common Collective Trust	<u>1,718,205*</u>	<u>-</u>
Total	<u>\$65,579,862</u>	<u>\$63,861,657</u>

* This investment is measured at fair value using the NAV per share (or its equivalent) practical expedient and has not been categorized in the fair value hierarchy.

The following table summarizes the investment for which fair value is measured using the net asset value per share practical expedient as of December 31, 2019 and 2018, respectively.

<u>December 31, 2019</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Stable Value Common Collective Trust	\$1,745,367	N/A	Daily	1 Day

<u>December 31, 2018</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Stable Value Common Collective Trust	\$1,718,205	N/A	Daily	1 Day

NOTE D - Certification by the Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee:

	<u>2019</u>	<u>2018</u>
Statement of Net Assets Available for Benefits:		
Investments at fair value	\$76,483,293	\$65,579,862
Notes receivable from participants	1,569,117	1,444,836
Statement of Changes in Net Assets Available for Benefits:		
Net appreciation in fair value of investments	\$10,504,813	
Dividends	3,427,464	
Interest	127,896	
Interest income on notes receivable from participants	63,318	

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE E - Reconciliation of Financial Statements to Form 5500

The Form 5500 has been prepared using the fair value of the underlying investments held by the stable value common collective trust instead of using the NAV as the practical expedient to estimate fair value. The following is a reconciliation of the net assets available for benefits per the financial statements to Schedule H of Form 5500 as of December 31:

	<u>2019</u>	<u>2018</u>
Net assets available for benefits per the financial statements	\$78,001,641	\$67,009,316
Adjustment from NAV to fair value for interest in stable value common collective trust	23,532	(18,239)
Excess contributions payable, recorded as corrective distributions in the financial statements	<u>50,769</u>	<u>15,382</u>
Net assets available for benefits per Form 5500	<u>\$78,075,942</u>	<u>\$67,006,459</u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2019:

Net increase in net assets available for benefits per the financial statements	\$ 10,992,325
Net change in adjustment from NAV to fair value for interest in stable value common collective trust	41,771
Change in adjustment for excess contributions payable, recorded as corrective distributions	<u>35,387</u>
Net increase in assets available for benefits per Form 5500	<u>\$ 11,069,483</u>

NOTE F - Related Party and Party-In-Interest Transactions

Certain plan investments are managed by an affiliate of Fidelity Management Trust Company, the Plan's trustee. Therefore, these transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. The fair value of such investments aggregated \$67,190,342 and \$58,056,056 as of December 31, 2019 and 2018, respectively. Fees paid by the Plan for investment management services are netted against net appreciation or depreciation in fair value of investments.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE G - Termination of Plan

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of the termination of the Plan, after payment of administrative expenses, if any, the trust fund shall be used for the exclusive benefit of members and their beneficiaries and for no other purpose. In the event of plan termination, participants will become 100 percent vested in their accounts.

NOTE H - Tax Status

The Internal Revenue Service has issued a determination letter stating that the prototype Plan from which the current Plan was derived meets the requirements of Section 401(a) of the Internal Revenue Service Code ("IRC") qualifying for tax-exempt status. Therefore, a specific determination letter for the Plan has not been applied for or obtained. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed, and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by applicable taxing authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE I - Risks and Uncertainties

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

SYSTEMAX, INC. 401(k) PLAN

EMPLOYER IDENTIFICATION NUMBER 11-3262067, PLAN NUMBER 001

SCHEDULE H, ITEM 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR

DECEMBER 31, 2019

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral or Maturity Value	Cost**	Current Value
*	Mutual Fund	Fidelity Government Money Market Fund		\$ 7,353,820
*	"	Fidelity Contrafund		15,095,694
*	"	Fidelity Government Income Fund		1,114,750
*	"	Fidelity International Discovery Fund		1,686,042
*	"	Fidelity Freedom Income Fund		412,850
*	"	Fidelity Freedom 2010 Fund		156,211
*	"	Fidelity Freedom 2020 Fund		3,819,682
*	"	Fidelity Freedom 2030 Fund		6,260,312
*	"	Fidelity High Income Fund		903,965
*	"	Fidelity Freedom 2040 Fund		4,751,253
*	"	Fidelity Freedom 2005 Fund		97,053
*	"	Fidelity Freedom 2015 Fund		672,970
*	"	Fidelity Freedom 2025 Fund		3,396,861
*	"	Fidelity Freedom 2035 Fund		3,455,766
*	"	Fidelity Freedom 2045 Fund		2,596,421
*	"	Fidelity Freedom 2050 Fund		2,532,571
*	"	Fidelity Freedom 2055 Fund		1,692,003
*	"	Fidelity Freedom 2060 Fund		321,351
*	"	Fidelity Freedom 2065 Fund		3,738
	"	PIMCO Total Return Admin Fund		2,491,340
	"	Baron Asset Fund		2,490,755
	"	AllianzGI NFJ Small-Cap Value A		429,269
	"	VS Emerging Markets Fund		427,130
	"	Oakmark Equity and Income Fund		461,074
	"	Artisan Mid Cap Value Fund		820,860
	"	AllianzGI NFJ Small-Cap Value Fund Class A		602,049
	"	Royce Smaller-Companies Growth Fund		1,196,393
	"	Glenmede Small Cap Equity Portfolio Class Advisor		374,081
*	"	Fidelity Extended Market Index Fund		1,037,280
*	"	Fidelity International Index Premium		680,706
*	"	Fidelity 500 Index Fund		7,403,676
		Total Mutual Funds		74,737,926
*	Common Collective Trust	Fidelity Managed Income Portfolio		1,745,367
*	Participant Loans	Interest at 4.25% a year		1,569,117
		Total		\$ 78,052,410

* Indicates party-in-interest to the Plan.

** Cost information is omitted as all investments are participant directed.

SYSTEMAX, INC. 401(k) PLAN
FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULE
YEARS ENDED DECEMBER 31, 2019
AND 2018

Independent Auditor's Report

To the Plan Administrator of
Systemax, Inc. 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Systemax, Inc. 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2019 and 2018, and the related statement of changes in net assets available for benefits for the year ended December 31, 2019, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note D, which was certified by Fidelity Management Trust Company, the trustee of the plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2019 and 2018 and for the year ended December 31, 2019, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Cornick, Garber & Sandler LLP

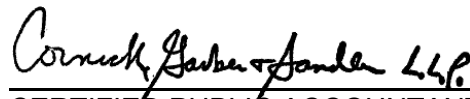
555 Madison Avenue, New York, NY 10022-3301 T 212.557.3900 F 212.557.3936
50 Charles Lindbergh Blvd., Uniondale NY 11553-3600 T 516.542.9030 F 516.542.9035

Other Matter

The supplemental schedule of assets held at end of year as of December 31, 2019 is required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are 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 trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.


CERTIFIED PUBLIC ACCOUNTANTS

New York, New York
October 12, 2020

SYSTEMAX, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

<u>ASSETS</u>	December 31,	
	<u>2019</u>	<u>2018</u>
Investments at fair value	<u>\$ 76,483,293</u>	<u>\$ 65,579,862</u>
Receivables:		
Notes receivable from participants	<u>1,569,117</u>	<u>1,444,836</u>
 Total receivables	<u>1,569,117</u>	<u>1,444,836</u>
Total assets	<u>78,052,410</u>	<u>67,024,698</u>
<u>LIABILITY</u>		
Excess contributions payable	<u>50,769</u>	<u>15,382</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 78,001,641</u></u>	<u><u>\$ 67,009,316</u></u>

See accompanying notes.

SYSTEMAX, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEAR ENDED DECEMBER 31, 2019

Additions:

Investment income:	
Net appreciation in fair value of investments	\$ 10,504,813
Dividends	3,427,464
Interest	<u>127,896</u>

Total investment income	<u>14,060,173</u>
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Interest income on notes receivable from participants	<u>63,318</u>
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Contributions:	
Employer	1,071,310
Participants	5,370,493
Rollovers	<u>753,963</u>

Total contributions	<u>7,195,766</u>
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Total additions	<u>21,319,257</u>
------------------------	--------------------------

Deductions:

Benefits paid to participants	10,206,586
Corrective distributions	52,479
Deemed distributions of notes receivable from participants	17,876
Administrative expenses	<u>49,991</u>

Total deductions	<u>10,326,932</u>
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NET INCREASE	10,992,325
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Net assets available for benefits - January 1, 2019	<u>67,009,316</u>
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NET ASSETS AVAILABLE FOR BENEFITS - DECEMBER 31, 2019	<u><u>\$ 78,001,641</u></u>
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See accompanying notes.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan

The following description of Systemax, Inc. 401(k) Plan, (the "Plan"), and Systemax, Inc. and its domestic subsidiaries (collectively the "Company") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan was originally established on January 1, 1987 and is a defined contribution 401(k) plan for the exclusive benefit of all full-time employees who meet minimum age and service requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Contributions

Participants must have more than one month of service with the Company and be at least 21 years old in order to contribute a percentage of their annual compensation through either deferral or Roth not to exceed 60% of compensation, subject to the maximum contribution allowable under the Internal Revenue Code. In accordance with the amended plan, the Company makes matching contributions equal to 37.5% of the amount of a participant's salary reduction contribution up to 6% of compensation. The Company made matching contributions of \$1,071,310 for the year ended December 31, 2019. The Company can also make a discretionary profit sharing contribution, the amount of which is determined by management. No discretionary profit sharing contribution was authorized for the year ended December 31, 2019. A participant must complete 1,000 hours of service and be employed by the Company as at the last day of the plan year to be eligible for the discretionary profit sharing contribution. Employer's matching contributions are allocated to each participant based on the amount of his salary reduction contribution to the Plan and discretionary profit sharing contributions are allocated as a percentage of each eligible active participant's compensation plus a percentage of each eligible active participant's compensation in excess of the Social Security taxable wage base for the plan year ("integration level"). Excess deferral contributions made by participants in 2019 amounted to \$50,769. This amount was refunded on March 4, 2020 in order to satisfy the relevant nondiscrimination provisions of the Plan and is included in the statement of net assets available for benefits as excess contributions payable at December 31, 2019.

The Plan includes a qualified automatic contribution arrangement, pursuant to which all eligible employees are enrolled automatically with a 6% tax-deferred contribution rate unless the employee elects otherwise. These contributions are invested in the Plan's default investment option unless the employee makes a different investment election. The default investment option is the Fidelity Freedom Fund closest to the participants projected retirement date at age 65. Employees may opt out of the automatic enrollment, stop contributions, modify their contribution rate or type, or change their investment allocation at any time.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan (Continued)

Participant Accounts

Each participant's account is credited with the participant's contribution and earnings and allocations of the Company's contribution. Forfeited balances of terminated participants' nonvested accounts are used to reduce Company contributions, which are allocated as discussed above.

Vesting

Participants are immediately vested in their contributions and the earnings thereon. The Company's discretionary and matching contributions, plus the earnings thereon, vest according to the schedule below. For purposes of computing years of vesting service, an employee must have completed at least 1,000 hours of service in any plan year. However, upon the participant's death, disability or attainment of age 65, all amounts are immediately vested.

<u>Years of Vesting Service</u>	<u>Vesting Percentage</u>
Less than 2	0%
2	25%
3	50%
4	75%
5 or more	100%

Notes Receivable from Participants

The Plan allows participants to borrow from their account a minimum of \$1,000 and a maximum of up to 50% of the vested value of their account balance. However, outstanding loans under the Plan may not exceed \$50,000 per participant. Loans, which are evidenced by a promissory note, bear interest at the prime rate plus 1% which is fixed at the date of the loan. Repayment is required in level payments over a period not to exceed five years, unless the loan qualifies as a home loan in which case the repayment period is not to exceed ten years. Participant loans are carried at their unpaid principal balance plus any accrued but unpaid interest.

Withdrawals

Withdrawals of all vested amounts may be made after a participant attains 59 ½ years of age or if the withdrawal is for reason of hardship (as defined).

Payment of Benefits

On termination of service due to death, disability or retirement, a participant, or the participant's beneficiary, if due to death, is to receive the vested value of their account in either a lump sum, if the account balance is less than \$5,000 or, at the participant's discretion, an annuity contract or lump sum, if the account balance is greater than \$5,000.

SYSTEMAX, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE A - Description of Plan (Continued)

Forfeited Accounts

At December 31, 2019 and 2018, forfeited nonvested accounts totaled \$101,012 and \$213,937, respectively. These accounts will be used to reduce future employer contributions. In 2019, employer contributions were reduced by \$337,876 from forfeited nonvested accounts.

NOTE B - Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles may require the plan administrator to make certain estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

Valuation of Investments and Income Recognition

The Plan's investments are stated at fair value. The shares of registered investment companies are valued at quoted market prices, which represent the net asset values ("NAVs") of shares held by the Plan at year-end. The Plan invests in the Fidelity Managed Income Portfolio ("MIP") stable value common collective trust fund. The Plan's interest in the MIP is valued at the NAV practical expedient of the underlying investments reported by the issuer of the common collective trust at year-end. This practical expedient would not be used if it is determined to be probable that the Plan will sell the investment for an amount different from reported net asset value. The underlying assets owned by the MIP consist primarily of readily marketable fixed income securities. Securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the Plan year.

Purchases and sales of securities are recorded as of their trade-date. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. See Note C for discussion of fair value measurements.

Notes Receivable from Participants

Notes receivable from participants loans are carried at their unpaid principal balance plus any accrued but unpaid interest. The interest rate is 4.25% on all outstanding loans during 2019. As of December 31, 2019, the due dates on the outstanding loans range from one week to eight years. Delinquent participant loans are reclassified as distributions upon the terms of the Plan document.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE B - Summary of Significant Accounting Policies (Continued)

Excess Contribution Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding charge to corrective distributions in the statement of changes in net assets available for benefits. The Plan distributed the 2019 excess contributions to the applicable participants prior to March 15, 2020.

Payment of Benefits

Benefits are recorded when paid.

Expenses

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

Subsequent Events

The Plan has considered subsequent events occurring through October 12, 2020, the date the financial statements were available for issuance, in evaluating its estimates and in the preparation of its financial statements.

On January 30, 2020, the World Health Organization declared the coronavirus outbreak a "Public Health Emergency of International Concern" and on March 10, 2020 they declared it to be a pandemic. The extent to which the pandemic impacts the Plan's market performance, operations and financial condition will depend on future developments, which are highly uncertain and cannot be predicted with confidence. This includes the duration, severity and scope of the outbreak, and the actions taken to contain its impact, as well as actions taken to limit the resulting economic impact, and the market's response to those actions.

In addition, on March 27, 2020, the Coronavirus Aid Relief and Economic Security Act ("CARES Act") was signed into law which provides plan, plan sponsor, and participant relief in response to the pandemic. In March of 2020, the Plan agreed to implement the provisions of the CARES Act as they relate to the Plan. The primary features within these provisions provided for the waiving of required minimum distributions for the 2020 plan year and for participants with loans due in 2020 to have the ability to delay repayments for one year. Additionally, the CARES Act provisions approved by the Plan provide for significant changes to new loans and distributions. Loan limits are increased to the lesser of \$100,000 or 100% of participants vested account balances through September 23, 2020. For distributions, participants negatively impacted by the pandemic can withdraw up to \$100,000 without being charged a 10% early withdrawal penalty for the 2020 plan year. The mandatory 20% tax withholding for such distributions is also suspended.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE C - Fair Value Measurements

The Plan's investments are reported at fair value in the accompanying statements of net assets available for benefits.

The Financial Accounting Standards Board standard on "*Fair Value Measurements*" establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels. Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 is observable information for similar items in active or inactive markets, and Level 3 inputs are unobservable inputs to be used in situations where markets don't exist or are illiquid. Level 3 have the lowest priority.

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2019 and 2018.

Mutual funds: Valued at the daily closing price reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the U.S. Securities and Exchange Commission. These funds are required to publish their daily net asset value and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded and considered as Level 1 investments.

Stable Value Common Collective Trust: MIP is the only stable value collective trust fund available to the Plan. The Plan uses the NAV per share of the MIP provided by the trustee as a practical expedient to estimate fair value. The practical expedient would not be used if it is determined to be probable that the fund will sell the investment for an amount different from the reported NAV. Participant transactions (purchases and sales) may occur daily. If the Plan initiates a full redemption of the MIP, the issuer reserves the right to require 12 months notification in order to ensure that securities liquidations will be carried out in an orderly business manner. The MIP's units are issued and redeemed daily at the constant NAV of \$1 per unit. The Fund's investment objective is stability of principal and high current income.

The following table summarizes the Plan's investments at fair value as of December 31, 2019 and 2018:

<u>December 31, 2019</u>	<u>Fair Value Total</u>	<u>Level 1</u>
Mutual Funds	\$74,737,926	\$74,737,926
Stable Value Common Collective Trust	<u>1,745,367*</u>	<u>-</u>
Total	<u>\$76,483,293</u>	<u>\$74,737,926</u>

SYSTEMAX, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS

NOTE C - Fair Value Measurements (Continued)

<u>December 31, 2018</u>	<u>Fair Value Total</u>	<u>Level 1</u>
Mutual Funds	\$63,861,657	\$63,861,657
Stable Value Common Collective Trust	<u>1,718,205*</u>	<u>-</u>
Total	<u>\$65,579,862</u>	<u>\$63,861,657</u>

* This investment is measured at fair value using the NAV per share (or its equivalent) practical expedient and has not been categorized in the fair value hierarchy.

The following table summarizes the investment for which fair value is measured using the net asset value per share practical expedient as of December 31, 2019 and 2018, respectively.

<u>December 31, 2019</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Stable Value Common Collective Trust	\$1,745,367	N/A	Daily	1 Day

<u>December 31, 2018</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Stable Value Common Collective Trust	\$1,718,205	N/A	Daily	1 Day

NOTE D - Certification by the Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee:

	<u>2019</u>	<u>2018</u>
Statement of Net Assets Available for Benefits:		
Investments at fair value	\$76,483,293	\$65,579,862
Notes receivable from participants	1,569,117	1,444,836
Statement of Changes in Net Assets Available for Benefits:		
Net appreciation in fair value of investments	\$10,504,813	
Dividends	3,427,464	
Interest	127,896	
Interest income on notes receivable from participants	63,318	

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE E - Reconciliation of Financial Statements to Form 5500

The Form 5500 has been prepared using the fair value of the underlying investments held by the stable value common collective trust instead of using the NAV as the practical expedient to estimate fair value. The following is a reconciliation of the net assets available for benefits per the financial statements to Schedule H of Form 5500 as of December 31:

	<u>2019</u>	<u>2018</u>
Net assets available for benefits per the financial statements	\$78,001,641	\$67,009,316
Adjustment from NAV to fair value for interest in stable value common collective trust	23,532	(18,239)
Excess contributions payable, recorded as corrective distributions in the financial statements	<u>50,769</u>	<u>15,382</u>
Net assets available for benefits per Form 5500	<u>\$78,075,942</u>	<u>\$67,006,459</u>

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the Form 5500 for the year ended December 31, 2019:

Net increase in net assets available for benefits per the financial statements	\$ 10,992,325
Net change in adjustment from NAV to fair value for interest in stable value common collective trust	41,771
Change in adjustment for excess contributions payable, recorded as corrective distributions	<u>35,387</u>
Net increase in assets available for benefits per Form 5500	<u>\$ 11,069,483</u>

NOTE F - Related Party and Party-In-Interest Transactions

Certain plan investments are managed by an affiliate of Fidelity Management Trust Company, the Plan's trustee. Therefore, these transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. The fair value of such investments aggregated \$67,190,342 and \$58,056,056 as of December 31, 2019 and 2018, respectively. Fees paid by the Plan for investment management services are netted against net appreciation or depreciation in fair value of investments.

SYSTEMAX, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE G - Termination of Plan

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of the termination of the Plan, after payment of administrative expenses, if any, the trust fund shall be used for the exclusive benefit of members and their beneficiaries and for no other purpose. In the event of plan termination, participants will become 100 percent vested in their accounts.

NOTE H - Tax Status

The Internal Revenue Service has issued a determination letter stating that the prototype Plan from which the current Plan was derived meets the requirements of Section 401(a) of the Internal Revenue Service Code ("IRC") qualifying for tax-exempt status. Therefore, a specific determination letter for the Plan has not been applied for or obtained. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designed, and is currently being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by applicable taxing authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE I - Risks and Uncertainties

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

SYSTEMAX, INC. 401(k) PLAN

EMPLOYER IDENTIFICATION NUMBER 11-3262067, PLAN NUMBER 001

SCHEDULE H, ITEM 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR

DECEMBER 31, 2019

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral or Maturity Value	Cost**	Current Value
*	Mutual Fund	Fidelity Government Money Market Fund		\$ 7,353,820
*	"	Fidelity Contrafund		15,095,694
*	"	Fidelity Government Income Fund		1,114,750
*	"	Fidelity International Discovery Fund		1,686,042
*	"	Fidelity Freedom Income Fund		412,850
*	"	Fidelity Freedom 2010 Fund		156,211
*	"	Fidelity Freedom 2020 Fund		3,819,682
*	"	Fidelity Freedom 2030 Fund		6,260,312
*	"	Fidelity High Income Fund		903,965
*	"	Fidelity Freedom 2040 Fund		4,751,253
*	"	Fidelity Freedom 2005 Fund		97,053
*	"	Fidelity Freedom 2015 Fund		672,970
*	"	Fidelity Freedom 2025 Fund		3,396,861
*	"	Fidelity Freedom 2035 Fund		3,455,766
*	"	Fidelity Freedom 2045 Fund		2,596,421
*	"	Fidelity Freedom 2050 Fund		2,532,571
*	"	Fidelity Freedom 2055 Fund		1,692,003
*	"	Fidelity Freedom 2060 Fund		321,351
*	"	Fidelity Freedom 2065 Fund		3,738
	"	PIMCO Total Return Admin Fund		2,491,340
	"	Baron Asset Fund		2,490,755
	"	AllianzGI NFJ Small-Cap Value A		429,269
	"	VS Emerging Markets Fund		427,130
	"	Oakmark Equity and Income Fund		461,074
	"	Artisan Mid Cap Value Fund		820,860
	"	AllianzGI NFJ Small-Cap Value Fund Class A		602,049
	"	Royce Smaller-Companies Growth Fund		1,196,393
	"	Glenmede Small Cap Equity Portfolio Class Advisor		374,081
*	"	Fidelity Extended Market Index Fund		1,037,280
*	"	Fidelity International Index Premium		680,706
*	"	Fidelity 500 Index Fund		7,403,676
		Total Mutual Funds		74,737,926
*	Common Collective Trust	Fidelity Managed Income Portfolio		1,745,367
*	Participant Loans	Interest at 4.25% a year		1,569,117
		Total		\$ 78,052,410

* Indicates party-in-interest to the Plan.

** Cost information is omitted as all investments are participant directed.