

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 2019 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>COVIA RETIREMENT SAVINGS PLAN</u>	1b Three-digit plan number (PN) ▶	<u>014</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>COVIA HOLDINGS CORPORATION</u> <u>3 SUMMIT PARK DRIVE</u> <u>SUITE 700</u> <u>INDEPENDENCE, OH 44131</u>	1c Effective date of plan <u>03/01/1985</u>	2b Employer Identification Number (EIN) <u>13-2656671</u>	2c Plan Sponsor's telephone number <u>440-214-3244</u>
		2d Business code (see instructions) <u>212320</u>	

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2020	JANDA JONES
	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 COVIA HOLDINGS CORPORATION c Plan Name UNIMIN CORPORATION SAVINGS PLAN	4b EIN 13-2656671 4d PN 014
5 Total number of participants at the beginning of the plan year	5 2178
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) 1867
a(2) Total number of active participants at the end of the plan year	6a(2) 1980
b Retired or separated participants receiving benefits.....	6b 18
c Other retired or separated participants entitled to future benefits	6c 963
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 2961
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 4
f Total. Add lines 6d and 6e	6f 2965
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g 2790
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 105
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: 3H 2E 2F 2G 2J 2K 2S 2T 3D	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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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)** ☒ 1 **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 A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 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 COVIA RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 014
C Plan sponsor's name as shown on line 2a of Form 5500 COVIA HOLDINGS CORPORATION	D Employer Identification Number (EIN) 13-2656671

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

(a) Name of insurance carrier NEW YORK LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5582869	66915	GA28063	257	01/01/2019	12/31/2019

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).
(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
0	0		

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end **4** 0**5** Current value of plan's interest under this contract in separate accounts at year end **5** 0**6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**
Specify nature of costs ▶**e** Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee(3) ☒ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 16458339**c** Additions: (1) Contributions deposited during the year **7c(1)** 3954353
(2) Dividends and credits **7c(2)**
(3) Interest credited during the year **7c(3)** 337277
(4) Transferred from separate account **7c(4)**
(5) Other (specify below) **7c(5)** 60

▶ ADJUSTMENT TO PRIOR YEAR BALANCE

(6) Total additions **7c(6)** 4291690**d** Total of balance and additions (add lines **7b** and **7c(6)**) **7d** 20750029**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 5226391(2) Administration charge made by carrier **7e(2)** 61841(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)** 4592709

▶ ASSET TRADE

(5) Total deductions **7e(5)** 9880941**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 10869088

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	0
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		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 COVIA RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶	014
C Plan sponsor's name as shown on line 2a of Form 5500 COVIA HOLDINGS CORPORATION	D Employer Identification Number (EIN) 13-2656671	

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)

CLEARSTEAD ADVISORS, LLC

34-1597728

(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?
70	CONSULTANT	30000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(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 71	RECORDKEEPER	23451	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	17007	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.	
BP SM CAP VAL II IS - U.S. BANCORP 94-3167260	0.15%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
DODGE & COX INCOME - DST ASSET MAN 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.08%	
(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.	
HARBOR CAP APP INST - HARBOR SERVI 34-1953399	0.10%	

Part I Service Provider Information (continued)

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

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

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
I O DEVELOP MKT Y - INVESCO INVEST 11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	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.
TA INTL EQUITY I - TRANSAMERICA FU 52-1549874	0.10%

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

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
VRS SMALL CAP GRTH Y - FIS INVESTO 4249 EASTON WAY SUITE 400 COLUMBUS, OH 43219	0.10%

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:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 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>COVIA RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>014</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>COVIA HOLDINGS CORPORATION</u>	D Employer Identification Number (EIN) <u>13-2656671</u>

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: MIP CL 1

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

c EIN-PN <u>04-3022712-024</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>8111024</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 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 COVIA RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	014
C Plan sponsor's name as shown on line 2a of Form 5500 COVIA HOLDINGS CORPORATION	D Employer Identification Number (EIN) 13-2656671	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	1827969	1472487
(2) Participant contributions.....	1b(2)	176422	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	0	3508
(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)	4591719	5082502
(9) Value of interest in common/collective trusts	1c(9)	0	8111024
(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)	133994525	234325178
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	16458339	10869087
(15) Other.....	1c(15)	2916243	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	2782271
(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	159965217	262646057

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	16
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	16

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	159965217	262646041
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Part II Income and Expense Statement

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

Income

a Contributions:			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	10898834	
(B) Participants.....	2a(1)(B)	9736899	
(C) Others (including rollovers).....	2a(1)(C)	526449	
(2) Noncash contributions	2a(2)	0	21162182
(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)	36	
(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)	268225	
(F) Other	2b(1)(F)	275516	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		543777
(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)	7784754	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		7784754
(3) Rents.....	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds.....	2b(4)(A)	210221	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	353894	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		-143673
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	-1484645	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-1484645

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		199898
(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)		30621057
c Other income	2c		-2370660
d Total income. Add all income amounts in column (b) and enter total	2d		56312690

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	42708111	
(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)		42708111
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		10701
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)	17007	
(4) Other	2i(4)	89413	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		106420
j Total expenses. Add all expense amounts in column (b) and enter total	2j		42825232

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		13487458
l Transfers of assets:			
(1) To this plan	2l(1)		117139652
(2) From this plan	2l(2)		27946286

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: MEADEN & MOORE, LTD.

(2) EIN: 34-1818258

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.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		10000000
4e	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?	X		52
4l	X		52
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	X		
4m	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		
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)
SIBELCO NORTH AMERICA RETIREMENT SAVINGS PLAN	36-4896324	001

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.
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan COVIA RETIREMENT SAVINGS PLAN		B Three-digit plan number (PN) ▶ 014
C Plan sponsor's name as shown on line 2a of Form 5500 COVIA HOLDINGS CORPORATION		D Employer Identification Number (EIN) 13-2656671
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): 80-0709115 04-6568107		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? Yes No N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? Yes No N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? Yes No N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. Increase Decrease Both No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? Yes No		
11 a Does the ESOP hold any preferred stock? Yes No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) Yes No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? Yes No		
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 _____

COVIA RETIREMENT SAVINGS PLAN

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2019

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INDEPENDENT AUDITOR'S REPORT

Covia Holdings Corporation Savings Plan Committee
Covia Retirement Savings Plan
Independence, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Covia Retirement Savings Plan (the “Plan”), which comprise the statement 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 years ended December 31, 2019 and 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by John Hancock Trust Company LLC (January 1, 2018 to May 31, 2019) and Fidelity Management Trust Company (April 30, 2019 to December 31, 2019), the trustees 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 trustees hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the trustees as of December 31, 2019 and 2018, and for the years ended December 31, 2019 and 2018, that the information provided to the plan administrator by the trustees 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.

Other Matter

The supplemental Schedule of Assets Held for Investment Purposes 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 is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in blue ink that reads "Meaden & Moore, Ltd." in a cursive script.

Meaden & Moore, Ltd.
Cleveland, Ohio

October 1, 2020

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

Covia Retirement Savings Plan

	December 31	
	<u>2019</u>	<u>2018</u>
ASSETS		
Receivable - Employer contributions	\$ 1,472,487	\$ 1,827,969
Receivable - Employee contributions	-	176,422
Notes receivable from participants	<u>5,082,502</u>	<u>4,591,719</u>
 Total Receivables	 6,554,989	 6,596,110
 Investments at Fair Value:		
Mutual funds	245,114,080	133,994,525
Brokerage accounts	<u>-</u>	<u>2,916,243</u>
Investments at Fair Value	245,114,080	136,910,768
 Investments at contract value	 <u>10,869,071</u>	 <u>16,458,339</u>
 Total Investments	 <u>255,983,151</u>	 <u>153,369,107</u>
 Total Assets	 262,538,140	 159,965,217
LIABILITIES	<u>-</u>	<u>-</u>
 Net Assets Available for Benefits	 <u>\$ 262,538,140</u>	 <u>\$ 159,965,217</u>

See accompanying notes.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Covia Retirement Savings Plan

	Year Ended December 31	
	<u>2019</u>	<u>2018</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employer	\$ 10,877,761	\$ 5,574,229
Employee	9,736,899	9,406,053
Rollover	496,487	766,133
	<u>21,111,147</u>	<u>15,746,415</u>
Investment Income/(Loss):		
Interest and dividend income	8,212,577	2,387,186
Net unrealized/realized (depreciation) appreciation	<u>28,005,258</u>	<u>(11,690,852)</u>
Total Investment Income/(Loss)	36,217,835	(9,303,666)
Interest income on notes receivable from participants	270,299	240,929
Deductions from Net Assets Attributed to:		
Benefits paid to participants	44,132,281	14,516,994
Administrative expenses	<u>87,443</u>	<u>123,343</u>
Total Deductions	<u>44,219,724</u>	<u>14,640,337</u>
Net Increase/(Decrease) before Transfers	13,379,557	(7,956,659)
Transfer In from Fairmount Santrol Retirement Savings Plan	117,139,652	-
Transfer Out to Sibelco Plan	(27,946,286)	-
Net Assets Available for Benefits:		
Beginning of Year	<u>159,965,217</u>	<u>167,921,876</u>
End of Year	<u>\$ 262,538,140</u>	<u>\$ 159,965,217</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan

The following description of Covia Retirement Savings Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan covering all eligible salaried and certain union and non-union hourly employees of Covia Holdings Corporation. It is subject to the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2018 to allow for revisions to employer non-elective contributions at various locations. The Plan was further amended effective June 1, 2018 to change the employers eligible to participate in the Plan and to change the name of the employer from Unimin Corporation to Covia Holdings Corporation (“Company”).

The Plan was amended effective January 1, 2019 to change eligibility from 21 years of age to 18 years of age, increase the maximum deferrals and auto-escalation percentage allowed under the Plan, revise the vesting schedule, allow for safe harbor match for all non-union participants, and to allow for employer matching contribution for employees at the Calera, AL location.

Effective May 1, 2019, Fidelity Management Trust Company (“Fidelity”) was named the Trustee of the Plan and the Plan assets were transferred to Fidelity. Prior to May 1, 2019 John Hancock Trust Company LLC was the Trustee, as defined by the Plan.

On May 20, 2019, the Fairmount Santrol Retirement Savings Plan was merged into the Plan. Covia common stock in the Fairmount Santrol Retirement Savings Plan was transferred to the Plan as a frozen investment option contemporaneously with the merger, and participants in the Plan no longer have the option of purchasing additional shares of Covia common stock in the Plan as of May 20, 2019.

The Plan was amended effective July 1, 2019 to allow for employer matching contributions for employees at the Emmett, ID location.

Eligibility:

The Plan covers all employees of the Company age 18 or older, excluding probationary employees, leased employees, non-resident aliens, and residents of Puerto Rico. There is no eligibility service requirement for participation in the Plan for full time employees and such employees are eligible to contribute on the first of the month following their hire date. Part time employees must complete a 12-month period of service before becoming eligible.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Contributions:

Effective May 20, 2019, participants may contribute up to 85% of their annual compensation, as defined, subject to certain Internal Revenue Code (IRC) limitations. Between January 1, 2019 and May 20, 2019, participants could contribute up to 75% of their annual compensation to the Plan. Prior to January 1, 2019, the maximum elective deferral percentage was 60%.

Eligible participants who fail to affirmatively make a deferral election (including opting out of participation) will be auto-enrolled into the Plan at a rate of 3% of annual compensation, as defined, as a pre-tax contribution. Effective January 1, 2019, for those participants automatically enrolled, the deemed elective deferral rate shall be increased by 1% annually to a maximum of 6%. Prior to January 1, 2019, the maximum auto-escalation percentage was 5%.

The Company contributed 100% on the first 1% and 50% on the next 5% of compensation for those salaried participants receiving benefits and non-union hourly employees. Effective January 1, 2019, this contribution was amended to be 100% of the first 3% and 50% of the next 2% of compensation for each employee participating in the Plan.

The Plan permits Roth deferral contributions and has a qualified automatic contribution arrangement.

Effective January 1, 2008 and continuing thereafter until the Plan is amended to the contrary, Covia Holdings Corporation ("Plan Sponsor") shall make a fixed non-elective contribution in an amount equal to 1% of each eligible non-union hourly employee's compensation and an amount equal to 4% of each eligible salaried employee's compensation, including those employed at the Calera, Alabama facility covered by a collective bargaining agreement with the United Steelworkers Local Union 9-0537.2. Effective January 1, 2008 the 4% non-elective contribution shall also be applied to non-union hourly employees at the Elco, Illinois, Tamms, Illinois, and Oregon, Illinois facilities.

Effective for union participants at the Hephzibah, Georgia facility hired on or after January 1, 2009, effective for union participants at the Emmett, Idaho and McIntyre, Georgia facilities hired on or after January 1, 2010, and effective for union participants at the Green Mountain, North Carolina and Spruce Pine Quartz, North Carolina facilities hired on or after May 1, 2010, effective for union participants at the Utica, Illinois facility hired on or after August 19, 2017, effective for union participants at the Cleburne, Texas facility hired on or after September 1, 2017, effective for union participants at the Troy Grove, Illinois facility hired on or after November 1, 2017, the Company will make a fixed non-elective contribution in an amount equal to 1% of each eligible union employee's compensation.

Effective as of January 1, 2015, the Company shall make a matching contribution on behalf of hourly Employees at Ottawa, Minnesota covered by the collective bargaining agreement between the Company and Local 460 of the United Steelworkers of America. Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the Participant's Compensation contributed as elective deferrals.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Contribution, Continued:

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Cleburne, Texas covered by the collective bargaining agreement between the Company and Local 4-0780, Paper, Allied-Industrial, Chemical and Energy Workers. Such matching contribution shall be equal to 100% of the first 1%, and 50% of the next 5%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Utica, Illinois covered by the collective bargaining agreement between the Company and Local 3 IG-06 of the United Steelworkers of America-ABGW Division. Such matching contribution shall be equal to 100% of the first 1%, and 50% of the next 5%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Troy Grove, Illinois covered by collective bargaining agreement between the Company and Local 31G-02 of the United Steelworkers of America-ABGW Division. Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Hephzibah, Georgia covered by collective bargaining agreement between the Employer and the Laborers' International Union of North America (Local 515). Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2019 the Company shall make a matching contribution on behalf of hourly employees at Calera, AL covered by the collective bargaining agreement between the Company and Local 9-0537.2 of the United Steelworkers of America. Such matching contributions shall be equal to 100% of the first 1%, plus fifty percent (50%) of the next five percent (5%) of the participant's compensation contributed as elective deferrals.

Effective January 1, 2019 the Company may at its discretion make an additional employer discretionary contribution of up to 4% of a participant's compensation for the Tamms, IL and Oregon, IL locations for non-union hourly employees, excluding those employees covered by a collective bargaining agreement and railroad employees.

Effective January 1, 2019 the Company may at its discretion make an additional employer transition contribution of up to 8% of a participant's compensation for certain employees of the Company.

Participants may also transfer to this Plan any distributions they received from other qualified plans.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Participants' Accounts:

Individual accounts are maintained for each participant. Accounts are credited with the participant's contribution, the Company's matching and non-elective contributions, Plan earnings, and charged with withdrawals and an allocation of Plan losses. Allocations are based on participant earnings or account balances, as defined in the Plan document. The benefit to which a participant is entitled is limited to the total in the participant's vested account.

Vesting:

Participants vest immediately in their contributions plus actual earnings or losses thereon. Vesting in the Company's contributions is based on years of continuous service. Effective January 1, 2019, a participant is generally 100% vested after: 1) two years of credited service for the Company's matching contributions for union participants, 2) immediate vesting for the Company's matching contributions for non-union participants, 3) three years of credited service for the Company's fixed non-elective contributions and employer discretionary contributions, and 4) immediately for the employer transition contribution. Prior to January 1, 2019, a participant was generally 100% vested after: 1) two years of credited service for the Company's matching contributions, and 2) three years of credited service for the Company's fixed non-elective contributions. In addition, certain union employees and employees affiliated with previous acquisitions are vested in employer contributions as determined on the basis of those agreements.

Forfeitures:

Forfeitures due to termination from the Plan before a participant is 100% vested shall be used to reduce future employer contributions and pay Plan expenses. Forfeitures used to reduce employer contributions and expenses for the years ended December 31, 2019 and 2018 were \$30,000 and \$243,055, respectively.

Forfeited non-vested accounts totaled \$493,749 and \$37,536 as of December 31, 2019 and 2018 respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loans are repaid over a period not to exceed 5 years with exceptions for the purchase of a primary residence. Loans are valued at unpaid principal plus accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2019. Delinquent participant loans are recorded as distributions on the basis of the terms of the Plan agreement.

The loans are secured by the balance in the participant's account and bear interest at rates established by the Prime Rate plus 1.5%. Principal and interest are paid ratably through payroll deductions.

Other Plan Provisions:

Normal retirement age is 59-1/2.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Payment of Benefits:

Upon termination of service by reason of separation of service, retirement, death or total and permanent disability, a participant receives a lump sum or installment amounts equal to the vested balance of his or her account. Benefits are recorded when paid.

2 Summary of Significant Accounting Policies

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct any contributions to any of the investment options offered by the Plan. The Plan offered a Brokerage Account for participants who wished to invest in mutual funds or exchanged traded funds outside of the core funds. Effective May 1, 2019 with the transfer of assets to Fidelity, this brokerage account was discontinued as an investment option under the Plan.

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Investments held by a defined contribution plan are required to be reported at fair value, except for fully benefit responsive investment contracts. Contract value is the relevant measure for the portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants normally would receive if they were to initiate permitted transactions under the terms of the Plan.

Recent Accounting Pronouncements:

In August 2018, the FASB issued Accounting Standards Update No. 2018-13, Fair Value Measurement (Topic 820): Disclosure Framework-Changes to the Disclosure Requirements for Fair Value Measurement ("ASU 2018-13"). The new standard removes or modifies certain existing disclosure requirements and adds additional disclosure requirements related to fair value measurement. The Plan elected to early adopt ASU 2018-13 for the year ended December 31, 2019. The effect of the adoption is an overall reduction in disclosures related to fair value measurement.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

2 Summary of Significant Accounting Policies, Continued

Valuation of Investments:

Investments (except for fully benefit responsive contracts, which are recorded at contract value) are stated at fair value. Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

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

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Expenses reasonably incurred in the administration of the Plan are paid by the Plan as provided by the Plan Document. Certain costs of establishing and administering the Plan have been paid by the Company and, accordingly, are not included as administrative expenses of the Plan.

Plan Termination:

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 Plan termination, participants will become 100 percent vested in their accounts.

Risks and Uncertainties:

The Plan's investments include investments in mutual funds and a guaranteed interest account holding investment contracts with varying degrees of risk, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for plan benefits.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

2 Summary of Significant Accounting Policies, Continued

Subsequent Events:

Management evaluates subsequent events occurring subsequent to the date of the financial statements in determining and the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 1, 2020 which is the date the financial statements were available to be issued.

3 Tax Status

On March 31, 2014, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue code. The Plan has been amended, however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

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 uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2019, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress.

4 Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described as follows:

- * Level 1: Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan can access at the measurement date.
- * Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
 - * Quoted prices for similar assets or liabilities in active markets
 - * Quoted prices for identical or similar assets or liabilities in inactive markets
 - * Inputs other than quoted prices that are observable for the asset or liability

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

4 Fair Value Measurements, Continued

- * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

- * Level 3: Inputs that are unobservable inputs for the asset or liability.

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:

The fair value of the mutual funds are based on quoted market prices and are classified in Level 1 of the fair value hierarchy.

Brokerage accounts:

Accounts primarily consist of mutual funds and common stocks that are valued on the basis of readily determinable market prices and are classified in Level 1 of the fair value hierarchy.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2019 and 2018. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

Assets at Fair Value as of December 31, 2019				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 245,114,080	\$ -	\$ -	\$ 245,114,080
Investments at fair value	\$ 245,114,080	\$ -	\$ -	\$ 245,114,080
Assets at Fair Value as of December 31, 2018				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 133,994,525	\$ -	\$ -	\$ 133,994,525
Brokerage accounts	2,916,243	-	-	2,916,243
Investments at fair value	\$ 136,910,768	\$ -	\$ -	\$ 136,910,768

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

5 Information Prepared and Certified by Trustees

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

	2019		2018
Investments at Fair Value	\$ 245,114,080	\$	136,910,768
Investments at Contract Value	\$ 10,869,071	\$	16,458,339
Notes Receivable from Participants	\$ 5,082,502	\$	4,591,719
Interest and Dividends	\$ 8,212,577	\$	2,349,232
Interest Income from Notes Receivable	\$ 270,299	\$	240,929
Net Appreciation/(Depreciation)	\$ 28,005,258	\$	(11,578,550)

6 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity and John Hancock, the Trustees as defined by the Plan, and therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services. In addition, the Plan has arrangements with various service providers and these arrangements qualify as party in interest transactions.

7 Benefit-Responsive Contract

The Plan holds a benefit-responsive insurance contract with New York Life Trust Company (“New York Life”). The contract meets the fully benefit responsive insurance contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit responsive contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the plan. New York Life maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

7 Benefit-Responsive Contract, Continued

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) the plan's failure to qualify under Section 401(a) or Section 401(k) of the Internal Revenue Code, (2) the establishment of a defined contribution plan that competes with the plan for employee contributions, (3) any substantive modification of the plan or the administration of the Plan that is not consented to by the wrap issuer, (4) complete or partial termination of the Plan, (5) any change in law, regulation, or administrative ruling applicable to the plan that could have a material adverse effect on a portfolio's cash flow, (6) merger or consolidation of the plan with another plan, the transfer of assets to another plan, or the sale, spin-off or merger of a subsidiary or division of the plan sponsor, (7) any communication given to participants by the plan sponsor or any other plan fiduciary that is designed to induce or influence participants not to invest in a portfolio or to transfer assets out of a portfolio, (8) exclusion of a group of previously eligible employees from eligibility in the plan, (9) any early retirement program, group termination, group layoff, facility closing, or similar program, and (10) any transfer of assets from a portfolio directly to a competing option. The Plan Administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants is probable.

The guaranteed investment contract does not permit New York Life to terminate the agreement prior to the scheduled maturity date.

8 Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to the Form 5500:

	December 31
	2019
Net assets available for benefits per the financial statements	\$ 262,538,140
Adjustment from contract value to fair value on Form 5500	<u>107,901</u>
Net assets available for benefits per the Form 5500	<u>\$ 262,646,041</u>

The following is a reconciliation of the net income per the financial statements to the Form 5500:

	December 31
	2019
Net increase before transfers per the financial statements	\$ 13,379,557
Adjustment from contract value to fair value on Form 5500	<u>107,901</u>
Net income before transfers per Form 5500	<u>\$ 13,487,458</u>

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

9 Subsequent Event

On March 27, 2020, the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) was signed into law. The Cares Act, among other things, includes several relief provisions available to tax-qualified retirement plans and their participants. Plan management has evaluated the relief provisions available under the CARES Act and has implemented the following provisions:

- Special coronavirus distributions up to \$100,000;
- Deferral of loan repayments, if applicable, up to one year;

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Covia Retirement Savings Plan

EIN 13-2656671
Plan Number 014

December 31, 2019

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	NYL GUAR INT ACCOUNT	Stable Value Fund	N/A	\$ 10,869,071
	VANG TARGET RET 2055	Mutual Fund	N/A	6,643,439
	DODGE & COX INCOME	Mutual Fund	N/A	12,003,970
	HARBOR CAP APP INST	Mutual Fund	N/A	25,617,925
	VANG TARGET RET 2065	Mutual Fund	N/A	166,459
	BP SM CAP VAL II IS	Mutual Fund	N/A	4,913,016
	I O DEVELOP MKT Y	Mutual Fund	N/A	3,250,617
	VANG TARGET RET 2020	Mutual Fund	N/A	10,436,452
	VANG TARGET RET 2030	Mutual Fund	N/A	20,037,206
	VANG TARGET RET 2040	Mutual Fund	N/A	10,712,930
	VANG TARGET RET 2050	Mutual Fund	N/A	10,822,846
	VANG TARGET RET INC	Mutual Fund	N/A	1,667,858
	VANG TARGET RET 2015	Mutual Fund	N/A	940,732
	VANG TARGET RET 2025	Mutual Fund	N/A	19,497,788
	VANG TARGET RET 2035	Mutual Fund	N/A	11,296,374
	VANG TARGET RET 2045	Mutual Fund	N/A	12,039,586
	AF EUROPAC GROWTH R6	Mutual Fund	N/A	9,796,426
	AF WASH MUTL INV R6	Mutual Fund	N/A	8,064,647
	VRS SMALL CAP GRTH Y	Mutual Fund	N/A	5,138,888
	TA INTL EQUITY I	Mutual Fund	N/A	747,871
	VANG TARGET RET 2060	Mutual Fund	N/A	2,861,350
	DFA 5YR GLB FX INC I	Mutual Fund	N/A	959,105
*	COVIA STOCK	Mutual Fund	N/A	2,782,271
*	FID GOVT MMKT	Mutual Fund	N/A	3,508
*	MIP CL 1	Mutual Fund	N/A	8,003,123
*	FID US BOND IDX	Mutual Fund	N/A	7,710,847
*	FID 500 INDEX	Mutual Fund	N/A	38,089,353
*	FID GLB EX US IDX	Mutual Fund	N/A	2,814,806
*	FID EXTD MKT IDX	Mutual Fund	N/A	8,094,687
				255,983,151
*	Participant loans	(interest at 4.25% to 7.00%)	N/A	5,082,502
				\$ 261,065,653
*	Party-in-interest to the Plan.			

COVIA RETIREMENT SAVINGS PLAN

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2019

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INDEPENDENT AUDITOR'S REPORT

Covia Holdings Corporation Savings Plan Committee
Covia Retirement Savings Plan
Independence, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Covia Retirement Savings Plan (the “Plan”), which comprise the statement 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 years ended December 31, 2019 and 2018, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by John Hancock Trust Company LLC (January 1, 2018 to May 31, 2019) and Fidelity Management Trust Company (April 30, 2019 to December 31, 2019), the trustees 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 trustees hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained a certification from the trustees as of December 31, 2019 and 2018, and for the years ended December 31, 2019 and 2018, that the information provided to the plan administrator by the trustees 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.

Other Matter

The supplemental Schedule of Assets Held for Investment Purposes 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 is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

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

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

A handwritten signature in blue ink that reads "Meaden & Moore, Ltd." in a cursive script.

Meaden & Moore, Ltd.
Cleveland, Ohio

October 1, 2020

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

Covia Retirement Savings Plan

	December 31	
	<u>2019</u>	<u>2018</u>
ASSETS		
Receivable - Employer contributions	\$ 1,472,487	\$ 1,827,969
Receivable - Employee contributions	-	176,422
Notes receivable from participants	<u>5,082,502</u>	<u>4,591,719</u>
 Total Receivables	 6,554,989	 6,596,110
Investments at Fair Value:		
Mutual funds	245,114,080	133,994,525
Brokerage accounts	<u>-</u>	<u>2,916,243</u>
Investments at Fair Value	245,114,080	136,910,768
Investments at contract value	<u>10,869,071</u>	<u>16,458,339</u>
 Total Investments	 <u>255,983,151</u>	 <u>153,369,107</u>
 Total Assets	 262,538,140	 159,965,217
LIABILITIES	<u>-</u>	<u>-</u>
 Net Assets Available for Benefits	 <u>\$ 262,538,140</u>	 <u>\$ 159,965,217</u>

See accompanying notes.

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Covia Retirement Savings Plan

	Year Ended December 31	
	<u>2019</u>	<u>2018</u>
Additions to Net Assets Attributed to:		
Contributions:		
Employer	\$ 10,877,761	\$ 5,574,229
Employee	9,736,899	9,406,053
Rollover	496,487	766,133
	<u>21,111,147</u>	<u>15,746,415</u>
Investment Income/(Loss):		
Interest and dividend income	8,212,577	2,387,186
Net unrealized/realized (depreciation) appreciation	<u>28,005,258</u>	<u>(11,690,852)</u>
Total Investment Income/(Loss)	36,217,835	(9,303,666)
Interest income on notes receivable from participants	270,299	240,929
Deductions from Net Assets Attributed to:		
Benefits paid to participants	44,132,281	14,516,994
Administrative expenses	<u>87,443</u>	<u>123,343</u>
Total Deductions	<u>44,219,724</u>	<u>14,640,337</u>
Net Increase/(Decrease) before Transfers	13,379,557	(7,956,659)
Transfer In from Fairmount Santrol Retirement Savings Plan	117,139,652	-
Transfer Out to Sibelco Plan	(27,946,286)	-
Net Assets Available for Benefits:		
Beginning of Year	<u>159,965,217</u>	<u>167,921,876</u>
End of Year	<u>\$ 262,538,140</u>	<u>\$ 159,965,217</u>

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan

The following description of Covia Retirement Savings Plan (the “Plan”) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan covering all eligible salaried and certain union and non-union hourly employees of Covia Holdings Corporation. It is subject to the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2018 to allow for revisions to employer non-elective contributions at various locations. The Plan was further amended effective June 1, 2018 to change the employers eligible to participate in the Plan and to change the name of the employer from Unimin Corporation to Covia Holdings Corporation (“Company”).

The Plan was amended effective January 1, 2019 to change eligibility from 21 years of age to 18 years of age, increase the maximum deferrals and auto-escalation percentage allowed under the Plan, revise the vesting schedule, allow for safe harbor match for all non-union participants, and to allow for employer matching contribution for employees at the Calera, AL location.

Effective May 1, 2019, Fidelity Management Trust Company (“Fidelity”) was named the Trustee of the Plan and the Plan assets were transferred to Fidelity. Prior to May 1, 2019 John Hancock Trust Company LLC was the Trustee, as defined by the Plan.

On May 20, 2019, the Fairmount Santrol Retirement Savings Plan was merged into the Plan. Covia common stock in the Fairmount Santrol Retirement Savings Plan was transferred to the Plan as a frozen investment option contemporaneously with the merger, and participants in the Plan no longer have the option of purchasing additional shares of Covia common stock in the Plan as of May 20, 2019.

The Plan was amended effective July 1, 2019 to allow for employer matching contributions for employees at the Emmett, ID location.

Eligibility:

The Plan covers all employees of the Company age 18 or older, excluding probationary employees, leased employees, non-resident aliens, and residents of Puerto Rico. There is no eligibility service requirement for participation in the Plan for full time employees and such employees are eligible to contribute on the first of the month following their hire date. Part time employees must complete a 12-month period of service before becoming eligible.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Contributions:

Effective May 20, 2019, participants may contribute up to 85% of their annual compensation, as defined, subject to certain Internal Revenue Code (IRC) limitations. Between January 1, 2019 and May 20, 2019, participants could contribute up to 75% of their annual compensation to the Plan. Prior to January 1, 2019, the maximum elective deferral percentage was 60%.

Eligible participants who fail to affirmatively make a deferral election (including opting out of participation) will be auto-enrolled into the Plan at a rate of 3% of annual compensation, as defined, as a pre-tax contribution. Effective January 1, 2019, for those participants automatically enrolled, the deemed elective deferral rate shall be increased by 1% annually to a maximum of 6%. Prior to January 1, 2019, the maximum auto-escalation percentage was 5%.

The Company contributed 100% on the first 1% and 50% on the next 5% of compensation for those salaried participants receiving benefits and non-union hourly employees. Effective January 1, 2019, this contribution was amended to be 100% of the first 3% and 50% of the next 2% of compensation for each employee participating in the Plan.

The Plan permits Roth deferral contributions and has a qualified automatic contribution arrangement.

Effective January 1, 2008 and continuing thereafter until the Plan is amended to the contrary, Covia Holdings Corporation ("Plan Sponsor") shall make a fixed non-elective contribution in an amount equal to 1% of each eligible non-union hourly employee's compensation and an amount equal to 4% of each eligible salaried employee's compensation, including those employed at the Calera, Alabama facility covered by a collective bargaining agreement with the United Steelworkers Local Union 9-0537.2. Effective January 1, 2008 the 4% non-elective contribution shall also be applied to non-union hourly employees at the Elco, Illinois, Tamms, Illinois, and Oregon, Illinois facilities.

Effective for union participants at the Hephzibah, Georgia facility hired on or after January 1, 2009, effective for union participants at the Emmett, Idaho and McIntyre, Georgia facilities hired on or after January 1, 2010, and effective for union participants at the Green Mountain, North Carolina and Spruce Pine Quartz, North Carolina facilities hired on or after May 1, 2010, effective for union participants at the Utica, Illinois facility hired on or after August 19, 2017, effective for union participants at the Cleburne, Texas facility hired on or after September 1, 2017, effective for union participants at the Troy Grove, Illinois facility hired on or after November 1, 2017, the Company will make a fixed non-elective contribution in an amount equal to 1% of each eligible union employee's compensation.

Effective as of January 1, 2015, the Company shall make a matching contribution on behalf of hourly Employees at Ottawa, Minnesota covered by the collective bargaining agreement between the Company and Local 460 of the United Steelworkers of America. Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the Participant's Compensation contributed as elective deferrals.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Contribution, Continued:

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Cleburne, Texas covered by the collective bargaining agreement between the Company and Local 4-0780, Paper, Allied-Industrial, Chemical and Energy Workers. Such matching contribution shall be equal to 100% of the first 1%, and 50% of the next 5%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Utica, Illinois covered by the collective bargaining agreement between the Company and Local 3 IG-06 of the United Steelworkers of America-ABGW Division. Such matching contribution shall be equal to 100% of the first 1%, and 50% of the next 5%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Troy Grove, Illinois covered by collective bargaining agreement between the Company and Local 31G-02 of the United Steelworkers of America-ABGW Division. Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2018, the Company shall make a matching contribution on behalf of hourly employees at Hephzibah, Georgia covered by collective bargaining agreement between the Employer and the Laborers' International Union of North America (Local 515). Such matching contribution shall be equal to 50% of the first 1%, and 25% of the next 4%, of the participant's compensation contributed as elective deferrals.

Effective January 1, 2019 the Company shall make a matching contribution on behalf of hourly employees at Calera, AL covered by the collective bargaining agreement between the Company and Local 9-0537.2 of the United Steelworkers of America. Such matching contributions shall be equal to 100% of the first 1%, plus fifty percent (50%) of the next five percent (5%) of the participant's compensation contributed as elective deferrals.

Effective January 1, 2019 the Company may at its discretion make an additional employer discretionary contribution of up to 4% of a participant's compensation for the Tamms, IL and Oregon, IL locations for non-union hourly employees, excluding those employees covered by a collective bargaining agreement and railroad employees.

Effective January 1, 2019 the Company may at its discretion make an additional employer transition contribution of up to 8% of a participant's compensation for certain employees of the Company.

Participants may also transfer to this Plan any distributions they received from other qualified plans.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Participants' Accounts:

Individual accounts are maintained for each participant. Accounts are credited with the participant's contribution, the Company's matching and non-elective contributions, Plan earnings, and charged with withdrawals and an allocation of Plan losses. Allocations are based on participant earnings or account balances, as defined in the Plan document. The benefit to which a participant is entitled is limited to the total in the participant's vested account.

Vesting:

Participants vest immediately in their contributions plus actual earnings or losses thereon. Vesting in the Company's contributions is based on years of continuous service. Effective January 1, 2019, a participant is generally 100% vested after: 1) two years of credited service for the Company's matching contributions for union participants, 2) immediate vesting for the Company's matching contributions for non-union participants, 3) three years of credited service for the Company's fixed non-elective contributions and employer discretionary contributions, and 4) immediately for the employer transition contribution. Prior to January 1, 2019, a participant was generally 100% vested after: 1) two years of credited service for the Company's matching contributions, and 2) three years of credited service for the Company's fixed non-elective contributions. In addition, certain union employees and employees affiliated with previous acquisitions are vested in employer contributions as determined on the basis of those agreements.

Forfeitures:

Forfeitures due to termination from the Plan before a participant is 100% vested shall be used to reduce future employer contributions and pay Plan expenses. Forfeitures used to reduce employer contributions and expenses for the years ended December 31, 2019 and 2018 were \$30,000 and \$243,055, respectively.

Forfeited non-vested accounts totaled \$493,749 and \$37,536 as of December 31, 2019 and 2018 respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Loans are repaid over a period not to exceed 5 years with exceptions for the purchase of a primary residence. Loans are valued at unpaid principal plus accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2019. Delinquent participant loans are recorded as distributions on the basis of the terms of the Plan agreement.

The loans are secured by the balance in the participant's account and bear interest at rates established by the Prime Rate plus 1.5%. Principal and interest are paid ratably through payroll deductions.

Other Plan Provisions:

Normal retirement age is 59-1/2.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

1 Description of Plan, Continued

Payment of Benefits:

Upon termination of service by reason of separation of service, retirement, death or total and permanent disability, a participant receives a lump sum or installment amounts equal to the vested balance of his or her account. Benefits are recorded when paid.

2 Summary of Significant Accounting Policies

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct any contributions to any of the investment options offered by the Plan. The Plan offered a Brokerage Account for participants who wished to invest in mutual funds or exchanged traded funds outside of the core funds. Effective May 1, 2019 with the transfer of assets to Fidelity, this brokerage account was discontinued as an investment option under the Plan.

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Investments held by a defined contribution plan are required to be reported at fair value, except for fully benefit responsive investment contracts. Contract value is the relevant measure for the portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants normally would receive if they were to initiate permitted transactions under the terms of the Plan.

Recent Accounting Pronouncements:

In August 2018, the FASB issued Accounting Standards Update No. 2018-13, Fair Value Measurement (Topic 820): Disclosure Framework-Changes to the Disclosure Requirements for Fair Value Measurement ("ASU 2018-13"). The new standard removes or modifies certain existing disclosure requirements and adds additional disclosure requirements related to fair value measurement. The Plan elected to early adopt ASU 2018-13 for the year ended December 31, 2019. The effect of the adoption is an overall reduction in disclosures related to fair value measurement.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

2 Summary of Significant Accounting Policies, Continued

Valuation of Investments:

Investments (except for fully benefit responsive contracts, which are recorded at contract value) are stated at fair value. Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

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

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Expenses reasonably incurred in the administration of the Plan are paid by the Plan as provided by the Plan Document. Certain costs of establishing and administering the Plan have been paid by the Company and, accordingly, are not included as administrative expenses of the Plan.

Plan Termination:

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 Plan termination, participants will become 100 percent vested in their accounts.

Risks and Uncertainties:

The Plan's investments include investments in mutual funds and a guaranteed interest account holding investment contracts with varying degrees of risk, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for plan benefits.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

2 Summary of Significant Accounting Policies, Continued

Subsequent Events:

Management evaluates subsequent events occurring subsequent to the date of the financial statements in determining and the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 1, 2020 which is the date the financial statements were available to be issued.

3 Tax Status

On March 31, 2014, the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue code. The Plan has been amended, however, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

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 uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2019, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress.

4 Fair Value Measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy under Topic 820 are described as follows:

- * Level 1: Inputs to the valuation methodology are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan can access at the measurement date.
- * Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, such as:
 - * Quoted prices for similar assets or liabilities in active markets
 - * Quoted prices for identical or similar assets or liabilities in inactive markets
 - * Inputs other than quoted prices that are observable for the asset or liability

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

4 Fair Value Measurements, Continued

- * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

- * Level 3: Inputs that are unobservable inputs for the asset or liability.

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:

The fair value of the mutual funds are based on quoted market prices and are classified in Level 1 of the fair value hierarchy.

Brokerage accounts:

Accounts primarily consist of mutual funds and common stocks that are valued on the basis of readily determinable market prices and are classified in Level 1 of the fair value hierarchy.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2019 and 2018. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

Assets at Fair Value as of December 31, 2019				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 245,114,080	\$ -	\$ -	\$ 245,114,080
Investments at fair value	\$ 245,114,080	\$ -	\$ -	\$ 245,114,080
Assets at Fair Value as of December 31, 2018				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 133,994,525	\$ -	\$ -	\$ 133,994,525
Brokerage accounts	2,916,243	-	-	2,916,243
Investments at fair value	\$ 136,910,768	\$ -	\$ -	\$ 136,910,768

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

5 Information Prepared and Certified by Trustees

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

	2019		2018
Investments at Fair Value	\$ 245,114,080	\$	136,910,768
Investments at Contract Value	\$ 10,869,071	\$	16,458,339
Notes Receivable from Participants	\$ 5,082,502	\$	4,591,719
Interest and Dividends	\$ 8,212,577	\$	2,349,232
Interest Income from Notes Receivable	\$ 270,299	\$	240,929
Net Appreciation/(Depreciation)	\$ 28,005,258	\$	(11,578,550)

6 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity and John Hancock, the Trustees as defined by the Plan, and therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services. In addition, the Plan has arrangements with various service providers and these arrangements qualify as party in interest transactions.

7 Benefit-Responsive Contract

The Plan holds a benefit-responsive insurance contract with New York Life Trust Company (“New York Life”). The contract meets the fully benefit responsive insurance contract criteria and therefore is reported at contract value. Contract value is the relevant measure for fully benefit responsive contracts because this is the amount received by participants if they were to initiate permitted transactions under the terms of the plan. New York Life maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

7 Benefit-Responsive Contract, Continued

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) the plan's failure to qualify under Section 401(a) or Section 401(k) of the Internal Revenue Code, (2) the establishment of a defined contribution plan that competes with the plan for employee contributions, (3) any substantive modification of the plan or the administration of the Plan that is not consented to by the wrap issuer, (4) complete or partial termination of the Plan, (5) any change in law, regulation, or administrative ruling applicable to the plan that could have a material adverse effect on a portfolio's cash flow, (6) merger or consolidation of the plan with another plan, the transfer of assets to another plan, or the sale, spin-off or merger of a subsidiary or division of the plan sponsor, (7) any communication given to participants by the plan sponsor or any other plan fiduciary that is designed to induce or influence participants not to invest in a portfolio or to transfer assets out of a portfolio, (8) exclusion of a group of previously eligible employees from eligibility in the plan, (9) any early retirement program, group termination, group layoff, facility closing, or similar program, and (10) any transfer of assets from a portfolio directly to a competing option. The Plan Administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants is probable.

The guaranteed investment contract does not permit New York Life to terminate the agreement prior to the scheduled maturity date.

8 Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of the net assets available for benefits per the financial statements to the Form 5500:

	December 31
	2019
Net assets available for benefits per the financial statements	\$ 262,538,140
Adjustment from contract value to fair value on Form 5500	<u>107,901</u>
Net assets available for benefits per the Form 5500	<u>\$ 262,646,041</u>

The following is a reconciliation of the net income per the financial statements to the Form 5500:

	December 31
	2019
Net increase before transfers per the financial statements	\$ 13,379,557
Adjustment from contract value to fair value on Form 5500	<u>107,901</u>
Net income before transfers per Form 5500	<u>\$ 13,487,458</u>

NOTES TO FINANCIAL STATEMENTS
Covia Retirement Savings Plan

9 Subsequent Event

On March 27, 2020, the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) was signed into law. The Cares Act, among other things, includes several relief provisions available to tax-qualified retirement plans and their participants. Plan management has evaluated the relief provisions available under the CARES Act and has implemented the following provisions:

- Special coronavirus distributions up to \$100,000;
- Deferral of loan repayments, if applicable, up to one year;

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Covia Retirement Savings Plan

EIN 13-2656671
Plan Number 014

December 31, 2019

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	NYL GUAR INT ACCOUNT	Stable Value Fund	N/A	\$ 10,869,071
	VANG TARGET RET 2055	Mutual Fund	N/A	6,643,439
	DODGE & COX INCOME	Mutual Fund	N/A	12,003,970
	HARBOR CAP APP INST	Mutual Fund	N/A	25,617,925
	VANG TARGET RET 2065	Mutual Fund	N/A	166,459
	BP SM CAP VAL II IS	Mutual Fund	N/A	4,913,016
	I O DEVELOP MKT Y	Mutual Fund	N/A	3,250,617
	VANG TARGET RET 2020	Mutual Fund	N/A	10,436,452
	VANG TARGET RET 2030	Mutual Fund	N/A	20,037,206
	VANG TARGET RET 2040	Mutual Fund	N/A	10,712,930
	VANG TARGET RET 2050	Mutual Fund	N/A	10,822,846
	VANG TARGET RET INC	Mutual Fund	N/A	1,667,858
	VANG TARGET RET 2015	Mutual Fund	N/A	940,732
	VANG TARGET RET 2025	Mutual Fund	N/A	19,497,788
	VANG TARGET RET 2035	Mutual Fund	N/A	11,296,374
	VANG TARGET RET 2045	Mutual Fund	N/A	12,039,586
	AF EUROPAC GROWTH R6	Mutual Fund	N/A	9,796,426
	AF WASH MUTL INV R6	Mutual Fund	N/A	8,064,647
	VRS SMALL CAP GRTH Y	Mutual Fund	N/A	5,138,888
	TA INTL EQUITY I	Mutual Fund	N/A	747,871
	VANG TARGET RET 2060	Mutual Fund	N/A	2,861,350
	DFA 5YR GLB FX INC I	Mutual Fund	N/A	959,105
*	COVIA STOCK	Mutual Fund	N/A	2,782,271
*	FID GOVT MMKT	Mutual Fund	N/A	3,508
*	MIP CL 1	Mutual Fund	N/A	8,003,123
*	FID US BOND IDX	Mutual Fund	N/A	7,710,847
*	FID 500 INDEX	Mutual Fund	N/A	38,089,353
*	FID GLB EX US IDX	Mutual Fund	N/A	2,814,806
*	FID EXTD MKT IDX	Mutual Fund	N/A	8,094,687
				255,983,151
*	Participant loans	(interest at 4.25% to 7.00%)	N/A	5,082,502
				\$ 261,065,653
*	Party-in-interest to the Plan.			