

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>ROUNDTOWER TECHNOLOGIES 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/2009</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/2009</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/2009</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>RTT OPERATING COMPANIES HOLDCO, LLC</u> <u>5905 E. GALBRAITH RD. #3000</u> <u>CINCINNATI, OH 45236</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>81-0941654</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>513-247-7900</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>518210</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>81-0941654</u>	2c Plan Sponsor's telephone number <u>513-247-7900</u>	2d Business code (see instructions) <u>518210</u>	
2b Employer Identification Number (EIN) <u>81-0941654</u>					
2c Plan Sponsor's telephone number <u>513-247-7900</u>					
2d Business code (see instructions) <u>518210</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	SUSAN RICHEY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2019)
v. 190130

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 447
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 382 6a(2) 383 6b 0 6c 97 6d 480 6e 1 6f 481 6g 446 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2A 2E 2F 2G 2J 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 ROUNDTOWER TECHNOLOGIES 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 RTT OPERATING COMPANIES HOLDCO, LLC	D Employer Identification Number (EIN) 81-0941654

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 LINCOLN NATIONAL 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
35-0472300	65676	894999087	30	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

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	

(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
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(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
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(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	
5	Current value of plan's interest under this contract in separate accounts at year end	5	
6	Contracts With Allocated Funds:		
a	State the basis of premium rates ▶		
b	Premiums paid to carrier.....	6b	
c	Premiums due but unpaid at the end of the year.....	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	
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	459437
c	Additions: (1) Contributions deposited during the year	7c(1)	69290
	(2) Dividends and credits	7c(2)	
	(3) Interest credited during the year	7c(3)	11030
	(4) Transferred from separate account.....	7c(4)	
	(5) Other (specify below)	7c(5)	
	▶		
	(6) Total additions.....	7c(6)	80320
d	Total of balance and additions (add lines 7b and 7c(6))	7d	539757
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	54397
	(2) Administration charge made by carrier	7e(2)	
	(3) Transferred to separate account.....	7e(3)	
	(4) Other (specify below)	7e(4)	
	▶		
	(5) Total deductions.....	7e(5)	54397
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	485360

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)	
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 ROUNDTOWER TECHNOLOGIES 401(K) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 RTT OPERATING COMPANIES HOLDCO, LLC	D Employer Identification Number (EIN) 81-0941654

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)

FIRST FINANCIAL BANK NA

31-0308605

(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	46641	Yes ☐ No ☒	Yes ☐ No ☐		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	5491	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	RECORDKEEPER	4361	Yes ☒ No ☐	Yes ☒ No ☐	0	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.	
ABF MID CAP VAL INST - DST ASSET M 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.04%	
(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.	
BLK RK GLOBAL ALLOC I - BNY MELLON P.O. BOX 9793 PROVIDENCE, RI 02940	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.	
BLK RK MA INCOME INST - BNY MELLON P.O. BOX 9793 PROVIDENCE, RI 02940	0.15%	

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.
CRLN E MID CAP GR I - U.S. BANCORP P.O. BOX 701 MILWAUKEE, WI 53201	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.
FED INST HIGH YLD IS - STATE STREE 04-0025081	0.05%

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.
JH DSCPL VAL MDCP I - JOHN HANCOCK 01-0233346	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.
LZRD INTL STR EQ IS - DST ASSET MA 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	0.15%

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.
METWEST TOT RTN BD I - BNY MELLON P.O. BOX 9793 PROVIDENCE, RI 02940	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.
TRP DIV GROWTH - T. ROWE PRICE SER 52-2269240	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.
TRP NEW HORIZONS - T. ROWE PRICE S 52-2269240	0.15%

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
(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

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.	
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019					
A Name of plan ROUNDTOWER TECHNOLOGIES 401(K) PLAN				B Three-digit plan number (PN) ▶ 001	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 RTT OPERATING COMPANIES HOLDCO, LLC				D Employer Identification Number (EIN) 81-0941654	
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: FED CAP PRESRVN R6					
b Name of sponsor of entity listed in (a): FEDERATED INVESTORS TRUST COMPANY					
c EIN-PN 22-2712853-001		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 485359	
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)	

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

Schedule D (Form 5500) 2019 v. 190130

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 ROUNDTOWER TECHNOLOGIES 401(K) PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 RTT OPERATING COMPANIES HOLDCO, LLC	D Employer Identification Number (EIN) 81-0941654	

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)	1613213	1820541
(2) Participant contributions.....	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	0	0
(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)	274906	328402
(9) Value of interest in common/collective trusts	1c(9)	459437	485359
(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)	16386414	24932264
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	18733970	27566566

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	18733970	27566566
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	1820541	
(B) Participants	2a(1)(B)	3846016	
(C) Others (including rollovers)	2a(1)(C)	692203	
(2) Noncash contributions	2a(2)	0	6358760
(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)	0	
(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)	16546	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		16546
(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)	662526	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		662526
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		11081
(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)		3959659
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		11008572

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2118481	
(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)		2118481
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		1001
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)	5491	
(4) Other	2i(4)	51003	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		56494
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2175976

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		8832596
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

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

(1) Name: **BDO USA, LLP**

(2) EIN: **13-5381590**

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		828784
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....			
4d		X	
e Was this plan covered by a fidelity bond?	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?.....			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

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

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

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

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

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2019 This Form is Open to Public Inspection.
For calendar plan year 2019 or fiscal plan year beginning 01/01/2019 and ending 12/31/2019		
A Name of plan ROUNDTOWER TECHNOLOGIES 401(K) PLAN		B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 RTT OPERATING COMPANIES HOLDCO, LLC		D Employer Identification Number (EIN) 81-0941654
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): 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 _____



RoundTower Technologies 401(k) Plan

Financial Statements
and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

Financial Statements and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

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Independent Auditor's Report

To the Plan Administrator
RoundTower Technologies 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2019 and 2018, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

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

Emphasis of Matter - Plan Termination

The accompanying financial statements have been prepared assuming that the Plan will continue as a going concern. As discussed in Note 1 to the financial statements, on September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Our opinion has not been further modified with respect to this matter.

Other Matter - Supplemental Schedules

The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

October 14, 2020

Financial Statements

RoundTower Technologies 401(k) Plan
Statements of Net Assets Available for Benefits

<i>December 31,</i>	2019	2018
Assets		
Investments, at Fair Value		
Stable value fund	\$ 485,359	\$ 459,437
Mutual funds	24,932,264	16,386,414
Total Investments	25,417,623	16,845,851
Receivables		
Employer contributions	1,820,541	1,613,213
Notes receivable from participants	329,403	274,906
Total Receivables	2,149,944	1,888,119
Net Assets Available for Benefits	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Statements of Changes in Net Assets Available for Benefits

<i>Year ended December 31,</i>	2019	2018
Additions to Net Assets Attributed to:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ 3,970,740	\$ (1,908,865)
Dividends	662,526	736,663
Total Investment Income (Loss)	4,633,266	(1,172,202)
Interest from Notes Receivable From Participants	16,546	8,325
Contributions:		
Participants	3,846,016	3,235,167
Employer	1,820,541	1,457,935
Rollovers	692,203	1,273,686
Total Contributions	6,358,760	5,966,788
Total Additions	11,008,572	4,802,911
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,118,481	1,835,485
Administrative expenses	56,494	47,306
Total Deductions	2,174,975	1,882,791
Net Increase in Net Assets Available for Benefits	8,833,597	2,920,120
Net Assets Available for Benefits Beginning of Year	18,733,970	15,813,850
Net Assets Available for Benefits End of Year	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the RoundTower Technologies 401(k) Plan (the Plan) provides only general information. Participants should refer to the *Plan Document* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of RTT Operating Companies Holdco, LLC (the Company of Plan Sponsor) who are age 21 or older. Eligible employees may enter the Plan on the first day of the month following the completion of the eligibility requirements. Eligible employees may receive safe harbor contributions from the Company after at least 500 hours of service during the Plan year or are employed by the Company on the last day of the Plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Fidelity Management Trust Company (Fidelity) is the recordkeeper and trustee of the Plan effective January 1, 2017.

On September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Contributions

The Plan is primarily funded through employee elective wage deferrals under the deferred compensation provisions of the Internal Revenue Code Section 401(k). Each year, participants may elect to defer up to 100% of their pretax annual compensation, as defined by the Plan, not to exceed the annual limitation as defined by the Internal Revenue Service. A participant who has attained age fifty before the end of the Plan year is eligible to defer additional amounts to make catch-up contributions. Additionally, Roth elective deferrals are permitted by the Plan.

The Company makes annual safe harbor contributions of at least 3% of each eligible employee's compensation up to ERISA's annual compensation limit. During 2019 and 2018, the Company made safe harbor contributions totaling \$1,820,541 and \$1,457,935, respectively. The Company's contribution is paid subsequent to year end to all eligible employees.

The Company may, in its sole discretion, make profit sharing contributions to the Plan. During the years ended December 31, 2019 and 2018, no profit-sharing contributions were made to the Plan.

Participants direct the investment of their contributions as well as the Company's contribution into various investment options offered by the Plan. Participants may also rollover amounts representing distributions from other qualified defined benefit or contribution plans.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution, and Plan earnings. Allocations are based on participant account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions and safe harbor contributions plus any actual earnings thereon. Vesting in the Company's profit sharing contribution portion of participant accounts plus earnings thereon, is based on years of service. A participant is fully vested after six years of credited service. The nonvested balance is forfeited upon termination of services.

The exception to this vesting schedule is when the employee terminates as a result of death or disability, reaches normal retirement age or when Plan terminates, at which time the employee becomes fully (100%) vested.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 reduced by the excess (if any) of (i) the highest outstanding balance of loans from the Plan during the twelve month period ending on the day before the loan is made, or (ii) the outstanding balance of loans from the Plan on the date the loan is made or 50% of their vested account balance, whichever is less. A maximum number of one outstanding loan is allowed per participant at any time. Loan terms are not to exceed 5 years, with the exception of loans used for the purchase of a principal residence of the participant, which are limited to a period of 15 years. The loans are secured by the balance in the participant's accounts and bear interest between 4.25% and 6.50% at December 31, 2019, which is determined at loan inception by the plan administrator based on the prime rate plus 1.00%. Principal and interest are paid ratably through weekly payroll deductions.

Payment of Benefits

Upon termination of service due to death, disability, or normal retirement, a participant, or his or her beneficiary upon death, may receive benefits in a single lump-sum amount equal to 100% of the participant's vested account balance. Normal retirement age is 65; early retirement is not permitted. For termination of service due to normal retirement, or other reasons, a participant may elect whether to receive the value of the vested interest as a single lump-sum distribution or to roll over the distribution to another retirement plan such as an individual retirement account. Additionally, upon attainment of age 59 ½, participants are allowed to withdraw funds from the Plan.

Financial Hardship Withdrawals

Financial hardship withdrawals of a participant's deferral contributions are permitted in certain circumstances of immediate and heavy financial need.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Automatic Cash-Out Provisions

The Plan includes automatic cash-out provisions. These provisions provide for terminated participants with vested balances of less than \$5,000 to take a distribution as soon as practicable following their termination of employment. The participant may elect whether to receive the distribution or to roll over the distribution to another retirement plan such as an individual retirement account. The Plan allows for involuntary cash-outs for terminated participants with vested balances of \$1,000 or less.

Forfeitures

At December 31, 2019 and 2018, no forfeited non-vested accounts existed. At the discretion of the Company, forfeitures may be used towards the Company's safe harbor or profit sharing contribution to the Plan or to offset Plan expenses.

Plan Expenses

Certain administrative expenses of the Plan are paid by either the Plan Sponsor or out of forfeitures. Loan and distribution origination fees, and recordkeeping fees, are paid by the respective participant. Fees totaled \$56,494 and \$47,306 for the years ended December 31, 2019 and 2018, respectively.

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Payment of Benefits

Benefits are recorded when paid.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Risks and Uncertainties

The Plan provides for various investment securities. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level and uncertainty related to the changes in the value of investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements as of December 31, 2019 and 2018.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Events Occurring after Reporting Date

The Company has evaluated events and transactions that occurred between December 31, 2019 and October 14, 2020, which is the date that the financial statements were available to be issued for possible recognition or disclosure in the financial statements. See Note 9.

3. Investments/Notes Receivable from Participants (Unaudited)

All information related to investments and notes receivable from participants that are disclosed in the accompanying financial statements and supplemental schedules of assets (held at end of year), including investment income, investment transactions, and notes receivable from participants as of December 31, 2019 and December 31, 2018 and the transactions in such Plan assets for the years ended December 31, 2019 and 2018, have been certified to the plan administrator by Fidelity. As elected by the plan administrator, no auditing procedures have been performed on this information except to compare such information to the information included in the accompanying financial statements and supplemental schedules. Accordingly, as permitted under such election, the plan administrator has obtained certification from the trustee of the Plan that all of the information provided by them is complete and accurate.

4. Plan Tax Status

The Plan obtained an opinion letter on May 1, 2014, in which the Internal Revenue Service stated that the prototype non-standardized profit sharing plan and related trust, as then designed, were in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax. The Plan has been amended since receiving the opinion letter. 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, no provision for income taxes has been included in the Plan's financial statements.

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 (or asset) if the Plan has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the tax authorities.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2019 and 2018, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

5. Fair Value Measurements

The Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosure* defines fair value, provides guidance for measuring fair value, and expands disclosures about fair value measurements in accordance with accounting principles generally accepted in the United States of America. *Fair Value Measurements and Disclosure* does not require any new fair value measurements, but rather applies to all other accounting pronouncements that require or permit fair value measurements.

Fair Value Measurements and Disclosure establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobserved inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described below:

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

Level 2: Inputs to the valuation methodology include:

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

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

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

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

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

Mutual funds: Valued at the fair value of shares held by the Plan at year end.

Stable Value Funds: The fair values of the participation units in the stable value collective trust are based upon the NAVs of such fund under the practical expedient approach and therefore is not assigned to a level in the hierarchy table. The fund invests in conventional and synthetic investment contracts issued by various companies and institutions, with the objective of providing a high level of return that is consistent with also providing stability of investment return, preservation of capital and liquidity to pay plan benefits of its retirement plan investors. There are no redemption restrictions upon which the participant may redeem investments in the fund. However, the Plan is required to provide a one-year redemption notice to liquidate its entire investment in the fund.

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

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

<i>December 31, 2019</i>	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 24,932,264	\$ 24,932,264	\$ -	\$ -
Total assets at fair value	24,932,264	\$ 24,932,264	\$ -	\$ -
Total investments measured at net asset value (NAV)*	485,359			
Total assets at fair value	\$ 25,417,623			

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

<i>December 31, 2018</i>	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 16,386,414	\$ 16,386,414	\$ -	\$ -
Total assets at fair value	16,386,414	\$ 16,386,414	\$ -	\$ -
Total investments measured at net asset value (NAV)*	459,437			
Total assets at fair value	\$ 16,845,851			

* Certain investments are measured at NAV per share (or its equivalent) as a practical expedient and have not been classified in the fair value hierarchy. The fair value amounts presented in the preceding table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the financial statements of net assets available for benefits.

6. Plan Termination

As discussed in Note 9, subsequent to year end, the Plan Sponsor reached an agreement in which the Company would be acquired by AHEAD. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Participants will remain 100% vested in employer contributions credited to their accounts.

7. Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Fidelity, an affiliate of Fidelity Investments, is the recordkeeper and trustee as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions. Notes receivable from participants qualify as party-in-interest transactions. Certain administrative functions are performed by officers or employees of the Company. No such officers or employees receive compensation from the Plan.

8. Reconciliation to Form 5500

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

<i>December 31,</i>	2019
Net assets available for benefits per financial statements	\$ 27,567,567
Adjustment for deemed distributed loans	(1,001)
Net assets available for benefits per Forms 5500	\$ 27,566,566

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The following is a reconciliation of the change in net assets available for benefits per the statements of changes in net assets available for benefits to the respective Forms 5500 for the years ended:

<i>December 31,</i>		<i>2019</i>
Increase in net assets available for benefits per the statements of changes in net assets available for benefits	\$	8,833,597
Adjustment for deemed distributed loans		(1,001)
Increase in net assets available for benefits per the Form 5500	\$	8,832,596

9. Subsequent Events

On January 30, 2020, the World Health Organization (WHO) announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the COVID-19 outbreak) and the risks to the international community as the virus spreads globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. This pandemic has adversely affected global economic activity and greatly contributed to significant deterioration and instability in financial markets. As a result, the Plan's investment portfolio has incurred a decline in fair value since December 31, 2019. Because the values of the Plan's individual investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, and related impact on the Plan's liquidity cannot be determined at this time.

On March 27, 2020, President Trump signed into law the "Coronavirus Aid, Relief, and Economic Security (CARES) Act." 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 to plan participants under the CARES Act and has implemented the following provisions effective from March 27, 2020 through September 23, 2020:

- Special coronavirus distributions up to \$100,000
- Increase the available loan amount as described in Note 1 to the lesser of \$100,000 or 100% of the participant's vested account balance
- Extend the period for loan repayments, if applicable, up to one year
- Suspended required minimum distributions for 2020

The plan administrator believes that these provisions do not alter the plan tax status as described in Note 4.

As discussed in Note 1, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Supplemental Schedule

RoundTower Technologies 401(k) Plan

EIN 81-0941654 Plan 001

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

For the year ended 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)	(e) Current value
	Vanguard 500 Index Fund Admiral Class	Mutual Fund	\$ 3,406,791
	Vanguard Target Retirement 2045	Mutual Fund	2,434,554
	Vanguard Target Retirement 2035	Mutual Fund	2,124,560
	Vanguard Target Retirement 2040	Mutual Fund	1,603,444
	Vanguard Target Retirement 2030	Mutual Fund	1,295,355
	MFS Growth Fund	Mutual Fund	1,257,968
	T.Rowe Price New Horizons Fund	Mutual Fund	1,080,682
	Vanguard Target Retirement 2050	Mutual Fund	1,054,421
	Vanguard Target Retirement 2055	Mutual Fund	953,319
	John Hancock Disciplined Value	Mutual Fund	893,605
	Vanguard Mid-Cap Index Admiral Fund	Mutual Fund	856,221
	Oppenheimer Developing Markets	Mutual Fund	758,908
*	Fidelity Advisor Small Cap Value	Mutual Fund	697,459
	Vanguard Target Retirement 2025	Mutual Fund	690,764
	T.Rowe Price Dividend Growth	Mutual Fund	688,400
	Vanguard Total International Stock Index Fund	Mutual Fund	650,545
	Vanguard Interm-Term Bond Index Admiral	Mutual Fund	569,767
	Lincoln Fixed Account	Stable Value Fund	485,359
	Lazard Int. Strategic Equity Portfolio	Mutual Fund	441,968
	T. Rowe Price Overseas Stock Fund	Mutual Fund	438,039
	Dodge & Cox Income Fund	Mutual Fund	400,701
	Carillon Eagle Mid Cap Growth I	Mutual Fund	385,214
	John Hancock Funds Disciplined Value Fund R6	Mutual Fund	344,883
	Vanguard Real Estate Index Fund Admiral	Mutual Fund	334,155
	Federated High Yield Bond	Mutual Fund	257,525
	Vanguard Balanced Index Admiral	Mutual Fund	225,653
	Blackrock Multi-Asset Income Portfolio	Mutual Fund	215,601
	BlackRock Global Allocation I	Mutual Fund	208,392
	Vanguard Target Retirement 2020	Mutual Fund	183,005
	Vanguard Small-Cap Index Admiral Fund	Mutual Fund	177,960
	Metropolitan West Total Return Bond	Mutual Fund	98,903
	Vanguard Target Retirement 2015	Mutual Fund	83,934
	Vanguard Target Retirement 2060	Mutual Fund	78,368
	Vanguard Target Retirement Income	Mutual Fund	38,868
	American Beacon Mid Cap Value Instl Fund	Mutual Fund	2,332
*	Participant Loans	Interest rates ranging from 4.25% to 6.50%; maturity dates between June 2020 and March 2034	328,402
Total assets (held at end of year)			\$ 25,746,025

*Identifies party-in-interest to the Plan



RoundTower Technologies 401(k) Plan

Financial Statements
and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

Financial Statements and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

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221 E. 4th Street, Suite 2600
Cincinnati, OH 45202

Independent Auditor's Report

To the Plan Administrator
RoundTower Technologies 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2019 and 2018, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

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

Emphasis of Matter - Plan Termination

The accompanying financial statements have been prepared assuming that the Plan will continue as a going concern. As discussed in Note 1 to the financial statements, on September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Our opinion has not been further modified with respect to this matter.

Other Matter - Supplemental Schedules

The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

October 14, 2020

Financial Statements

RoundTower Technologies 401(k) Plan
Statements of Net Assets Available for Benefits

<i>December 31,</i>	2019	2018
Assets		
Investments, at Fair Value		
Stable value fund	\$ 485,359	\$ 459,437
Mutual funds	24,932,264	16,386,414
Total Investments	25,417,623	16,845,851
Receivables		
Employer contributions	1,820,541	1,613,213
Notes receivable from participants	329,403	274,906
Total Receivables	2,149,944	1,888,119
Net Assets Available for Benefits	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Statements of Changes in Net Assets Available for Benefits

<i>Year ended December 31,</i>	2019	2018
Additions to Net Assets Attributed to:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ 3,970,740	\$ (1,908,865)
Dividends	662,526	736,663
Total Investment Income (Loss)	4,633,266	(1,172,202)
Interest from Notes Receivable From Participants	16,546	8,325
Contributions:		
Participants	3,846,016	3,235,167
Employer	1,820,541	1,457,935
Rollovers	692,203	1,273,686
Total Contributions	6,358,760	5,966,788
Total Additions	11,008,572	4,802,911
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,118,481	1,835,485
Administrative expenses	56,494	47,306
Total Deductions	2,174,975	1,882,791
Net Increase in Net Assets Available for Benefits	8,833,597	2,920,120
Net Assets Available for Benefits Beginning of Year	18,733,970	15,813,850
Net Assets Available for Benefits End of Year	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the RoundTower Technologies 401(k) Plan (the Plan) provides only general information. Participants should refer to the *Plan Document* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of RTT Operating Companies Holdco, LLC (the Company of Plan Sponsor) who are age 21 or older. Eligible employees may enter the Plan on the first day of the month following the completion of the eligibility requirements. Eligible employees may receive safe harbor contributions from the Company after at least 500 hours of service during the Plan year or are employed by the Company on the last day of the Plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Fidelity Management Trust Company (Fidelity) is the recordkeeper and trustee of the Plan effective January 1, 2017.

On September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Contributions

The Plan is primarily funded through employee elective wage deferrals under the deferred compensation provisions of the Internal Revenue Code Section 401(k). Each year, participants may elect to defer up to 100% of their pretax annual compensation, as defined by the Plan, not to exceed the annual limitation as defined by the Internal Revenue Service. A participant who has attained age fifty before the end of the Plan year is eligible to defer additional amounts to make catch-up contributions. Additionally, Roth elective deferrals are permitted by the Plan.

The Company makes annual safe harbor contributions of at least 3% of each eligible employee's compensation up to ERISA's annual compensation limit. During 2019 and 2018, the Company made safe harbor contributions totaling \$1,820,541 and \$1,457,935, respectively. The Company's contribution is paid subsequent to year end to all eligible employees.

The Company may, in its sole discretion, make profit sharing contributions to the Plan. During the years ended December 31, 2019 and 2018, no profit-sharing contributions were made to the Plan.

Participants direct the investment of their contributions as well as the Company's contribution into various investment options offered by the Plan. Participants may also rollover amounts representing distributions from other qualified defined benefit or contribution plans.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution, and Plan earnings. Allocations are based on participant account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions and safe harbor contributions plus any actual earnings thereon. Vesting in the Company's profit sharing contribution portion of participant accounts plus earnings thereon, is based on years of service. A participant is fully vested after six years of credited service. The nonvested balance is forfeited upon termination of services.

The exception to this vesting schedule is when the employee terminates as a result of death or disability, reaches normal retirement age or when Plan terminates, at which time the employee becomes fully (100%) vested.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 reduced by the excess (if any) of (i) the highest outstanding balance of loans from the Plan during the twelve month period ending on the day before the loan is made, or (ii) the outstanding balance of loans from the Plan on the date the loan is made or 50% of their vested account balance, whichever is less. A maximum number of one outstanding loan is allowed per participant at any time. Loan terms are not to exceed 5 years, with the exception of loans used for the purchase of a principal residence of the participant, which are limited to a period of 15 years. The loans are secured by the balance in the participant's accounts and bear interest between 4.25% and 6.50% at December 31, 2019, which is determined at loan inception by the plan administrator based on the prime rate plus 1.00%. Principal and interest are paid ratably through weekly payroll deductions.

Payment of Benefits

Upon termination of service due to death, disability, or normal retirement, a participant, or his or her beneficiary upon death, may receive benefits in a single lump-sum amount equal to 100% of the participant's vested account balance. Normal retirement age is 65; early retirement is not permitted. For termination of service due to normal retirement, or other reasons, a participant may elect whether to receive the value of the vested interest as a single lump-sum distribution or to roll over the distribution to another retirement plan such as an individual retirement account. Additionally, upon attainment of age 59 ½, participants are allowed to withdraw funds from the Plan.

Financial Hardship Withdrawals

Financial hardship withdrawals of a participant's deferral contributions are permitted in certain circumstances of immediate and heavy financial need.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Automatic Cash-Out Provisions

The Plan includes automatic cash-out provisions. These provisions provide for terminated participants with vested balances of less than \$5,000 to take a distribution as soon as practicable following their termination of employment. The participant may elect whether to receive the distribution or to roll over the distribution to another retirement plan such as an individual retirement account. The Plan allows for involuntary cash-outs for terminated participants with vested balances of \$1,000 or less.

Forfeitures

At December 31, 2019 and 2018, no forfeited non-vested accounts existed. At the discretion of the Company, forfeitures may be used towards the Company's safe harbor or profit sharing contribution to the Plan or to offset Plan expenses.

Plan Expenses

Certain administrative expenses of the Plan are paid by either the Plan Sponsor or out of forfeitures. Loan and distribution origination fees, and recordkeeping fees, are paid by the respective participant. Fees totaled \$56,494 and \$47,306 for the years ended December 31, 2019 and 2018, respectively.

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Payment of Benefits

Benefits are recorded when paid.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Risks and Uncertainties

The Plan provides for various investment securities. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level and uncertainty related to the changes in the value of investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements as of December 31, 2019 and 2018.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Events Occurring after Reporting Date

The Company has evaluated events and transactions that occurred between December 31, 2019 and October 14, 2020, which is the date that the financial statements were available to be issued for possible recognition or disclosure in the financial statements. See Note 9.

3. Investments/Notes Receivable from Participants (Unaudited)

All information related to investments and notes receivable from participants that are disclosed in the accompanying financial statements and supplemental schedules of assets (held at end of year), including investment income, investment transactions, and notes receivable from participants as of December 31, 2019 and December 31, 2018 and the transactions in such Plan assets for the years ended December 31, 2019 and 2018, have been certified to the plan administrator by Fidelity. As elected by the plan administrator, no auditing procedures have been performed on this information except to compare such information to the information included in the accompanying financial statements and supplemental schedules. Accordingly, as permitted under such election, the plan administrator has obtained certification from the trustee of the Plan that all of the information provided by them is complete and accurate.

4. Plan Tax Status

The Plan obtained an opinion letter on May 1, 2014, in which the Internal Revenue Service stated that the prototype non-standardized profit sharing plan and related trust, as then designed, were in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax. The Plan has been amended since receiving the opinion letter. 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, no provision for income taxes has been included in the Plan's financial statements.

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 (or asset) if the Plan has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the tax authorities.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2019 and 2018, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

5. Fair Value Measurements

The Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosure* defines fair value, provides guidance for measuring fair value, and expands disclosures about fair value measurements in accordance with accounting principles generally accepted in the United States of America. *Fair Value Measurements and Disclosure* does not require any new fair value measurements, but rather applies to all other accounting pronouncements that require or permit fair value measurements.

Fair Value Measurements and Disclosure establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobserved inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described below:

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

Level 2: Inputs to the valuation methodology include:

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

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

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

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

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

Mutual funds: Valued at the fair value of shares held by the Plan at year end.

Stable Value Funds: The fair values of the participation units in the stable value collective trust are based upon the NAVs of such fund under the practical expedient approach and therefore is not assigned to a level in the hierarchy table. The fund invests in conventional and synthetic investment contracts issued by various companies and institutions, with the objective of providing a high level of return that is consistent with also providing stability of investment return, preservation of capital and liquidity to pay plan benefits of its retirement plan investors. There are no redemption restrictions upon which the participant may redeem investments in the fund. However, the Plan is required to provide a one-year redemption notice to liquidate its entire investment in the fund.

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

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

	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
<i>December 31, 2019</i>				
Mutual funds	\$ 24,932,264	\$ 24,932,264	\$ -	\$ -
Total assets at fair value	24,932,264	\$ 24,932,264	\$ -	\$ -
Total investments measured at net asset value (NAV)*	485,359			
Total assets at fair value	\$ 25,417,623			

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

<i>December 31, 2018</i>	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 16,386,414	\$ 16,386,414	\$ -	\$ -
Total assets at fair value	16,386,414	\$ 16,386,414	\$ -	\$ -
Total investments measured at net asset value (NAV)*	459,437			
Total assets at fair value	\$ 16,845,851			

* Certain investments are measured at NAV per share (or its equivalent) as a practical expedient and have not been classified in the fair value hierarchy. The fair value amounts presented in the preceding table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the financial statements of net assets available for benefits.

6. Plan Termination

As discussed in Note 9, subsequent to year end, the Plan Sponsor reached an agreement in which the Company would be acquired by AHEAD. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Participants will remain 100% vested in employer contributions credited to their accounts.

7. Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Fidelity, an affiliate of Fidelity Investments, is the recordkeeper and trustee as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions. Notes receivable from participants qualify as party-in-interest transactions. Certain administrative functions are performed by officers or employees of the Company. No such officers or employees receive compensation from the Plan.

8. Reconciliation to Form 5500

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

<i>December 31,</i>	2019
Net assets available for benefits per financial statements	\$ 27,567,567
Adjustment for deemed distributed loans	(1,001)
Net assets available for benefits per Forms 5500	\$ 27,566,566

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The following is a reconciliation of the change in net assets available for benefits per the statements of changes in net assets available for benefits to the respective Forms 5500 for the years ended:

<i>December 31,</i>		<i>2019</i>
Increase in net assets available for benefits per the statements of changes in net assets available for benefits	\$	8,833,597
Adjustment for deemed distributed loans		(1,001)
Increase in net assets available for benefits per the Form 5500	\$	8,832,596

9. Subsequent Events

On January 30, 2020, the World Health Organization (WHO) announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the COVID-19 outbreak) and the risks to the international community as the virus spreads globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. This pandemic has adversely affected global economic activity and greatly contributed to significant deterioration and instability in financial markets. As a result, the Plan's investment portfolio has incurred a decline in fair value since December 31, 2019. Because the values of the Plan's individual investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, and related impact on the Plan's liquidity cannot be determined at this time.

On March 27, 2020, President Trump signed into law the "Coronavirus Aid, Relief, and Economic Security (CARES) Act." 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 to plan participants under the CARES Act and has implemented the following provisions effective from March 27, 2020 through September 23, 2020:

- Special coronavirus distributions up to \$100,000
- Increase the available loan amount as described in Note 1 to the lesser of \$100,000 or 100% of the participant's vested account balance
- Extend the period for loan repayments, if applicable, up to one year
- Suspended required minimum distributions for 2020

The plan administrator believes that these provisions do not alter the plan tax status as described in Note 4.

As discussed in Note 1, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Supplemental Schedule

RoundTower Technologies 401(k) Plan

EIN 81-0941654 Plan 001

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

For the year ended 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)	(e) Current value
	Vanguard 500 Index Fund Admiral Class	Mutual Fund	\$ 3,406,791
	Vanguard Target Retirement 2045	Mutual Fund	2,434,554
	Vanguard Target Retirement 2035	Mutual Fund	2,124,560
	Vanguard Target Retirement 2040	Mutual Fund	1,603,444
	Vanguard Target Retirement 2030	Mutual Fund	1,295,355
	MFS Growth Fund	Mutual Fund	1,257,968
	T.Rowe Price New Horizons Fund	Mutual Fund	1,080,682
	Vanguard Target Retirement 2050	Mutual Fund	1,054,421
	Vanguard Target Retirement 2055	Mutual Fund	953,319
	John Hancock Disciplined Value	Mutual Fund	893,605
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	Vanguard Interm-Term Bond Index Admiral	Mutual Fund	569,767
	Lincoln Fixed Account	Stable Value Fund	485,359
	Lazard Int. Strategic Equity Portfolio	Mutual Fund	441,968
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	Carillon Eagle Mid Cap Growth I	Mutual Fund	385,214
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	Metropolitan West Total Return Bond	Mutual Fund	98,903
	Vanguard Target Retirement 2015	Mutual Fund	83,934
	Vanguard Target Retirement 2060	Mutual Fund	78,368
	Vanguard Target Retirement Income	Mutual Fund	38,868
	American Beacon Mid Cap Value Instl Fund	Mutual Fund	2,332
*	Participant Loans	Interest rates ranging from 4.25% to 6.50%; maturity dates between June 2020 and March 2034	328,402
Total assets (held at end of year)			\$ 25,746,025

*Identifies party-in-interest to the Plan



RoundTower Technologies 401(k) Plan

Financial Statements
and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

Financial Statements and Supplemental Schedule
Years Ended December 31, 2019 and 2018

RoundTower Technologies 401(k) Plan

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Independent Auditor's Report

To the Plan Administrator
RoundTower Technologies 401(k) Plan
Cincinnati, Ohio

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Fidelity Management Trust Company, the trustee, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2019 and 2018, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

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

Emphasis of Matter - Plan Termination

The accompanying financial statements have been prepared assuming that the Plan will continue as a going concern. As discussed in Note 1 to the financial statements, on September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Our opinion has not been further modified with respect to this matter.

Other Matter - Supplemental Schedules

The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2019 are required by the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

BDO USA, LLP

October 14, 2020

Financial Statements

RoundTower Technologies 401(k) Plan
Statements of Net Assets Available for Benefits

<i>December 31,</i>	2019	2018
Assets		
Investments, at Fair Value		
Stable value fund	\$ 485,359	\$ 459,437
Mutual funds	24,932,264	16,386,414
Total Investments	25,417,623	16,845,851
Receivables		
Employer contributions	1,820,541	1,613,213
Notes receivable from participants	329,403	274,906
Total Receivables	2,149,944	1,888,119
Net Assets Available for Benefits	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Statements of Changes in Net Assets Available for Benefits

<i>Year ended December 31,</i>	2019	2018
Additions to Net Assets Attributed to:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ 3,970,740	\$ (1,908,865)
Dividends	662,526	736,663
Total Investment Income (Loss)	4,633,266	(1,172,202)
Interest from Notes Receivable From Participants	16,546	8,325
Contributions:		
Participants	3,846,016	3,235,167
Employer	1,820,541	1,457,935
Rollovers	692,203	1,273,686
Total Contributions	6,358,760	5,966,788
Total Additions	11,008,572	4,802,911
Deductions from Net Assets Attributed to:		
Benefits paid to participants	2,118,481	1,835,485
Administrative expenses	56,494	47,306
Total Deductions	2,174,975	1,882,791
Net Increase in Net Assets Available for Benefits	8,833,597	2,920,120
Net Assets Available for Benefits Beginning of Year	18,733,970	15,813,850
Net Assets Available for Benefits End of Year	\$ 27,567,567	\$ 18,733,970

See accompanying notes to financial statements.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

1. Description of the Plan

The following description of the RoundTower Technologies 401(k) Plan (the Plan) provides only general information. Participants should refer to the *Plan Document* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of RTT Operating Companies Holdco, LLC (the Company of Plan Sponsor) who are age 21 or older. Eligible employees may enter the Plan on the first day of the month following the completion of the eligibility requirements. Eligible employees may receive safe harbor contributions from the Company after at least 500 hours of service during the Plan year or are employed by the Company on the last day of the Plan year. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Fidelity Management Trust Company (Fidelity) is the recordkeeper and trustee of the Plan effective January 1, 2017.

On September 22, 2020, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Contributions

The Plan is primarily funded through employee elective wage deferrals under the deferred compensation provisions of the Internal Revenue Code Section 401(k). Each year, participants may elect to defer up to 100% of their pretax annual compensation, as defined by the Plan, not to exceed the annual limitation as defined by the Internal Revenue Service. A participant who has attained age fifty before the end of the Plan year is eligible to defer additional amounts to make catch-up contributions. Additionally, Roth elective deferrals are permitted by the Plan.

The Company makes annual safe harbor contributions of at least 3% of each eligible employee's compensation up to ERISA's annual compensation limit. During 2019 and 2018, the Company made safe harbor contributions totaling \$1,820,541 and \$1,457,935, respectively. The Company's contribution is paid subsequent to year end to all eligible employees.

The Company may, in its sole discretion, make profit sharing contributions to the Plan. During the years ended December 31, 2019 and 2018, no profit-sharing contributions were made to the Plan.

Participants direct the investment of their contributions as well as the Company's contribution into various investment options offered by the Plan. Participants may also rollover amounts representing distributions from other qualified defined benefit or contribution plans.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution, and Plan earnings. Allocations are based on participant account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions and safe harbor contributions plus any actual earnings thereon. Vesting in the Company's profit sharing contribution portion of participant accounts plus earnings thereon, is based on years of service. A participant is fully vested after six years of credited service. The nonvested balance is forfeited upon termination of services.

The exception to this vesting schedule is when the employee terminates as a result of death or disability, reaches normal retirement age or when Plan terminates, at which time the employee becomes fully (100%) vested.

Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 reduced by the excess (if any) of (i) the highest outstanding balance of loans from the Plan during the twelve month period ending on the day before the loan is made, or (ii) the outstanding balance of loans from the Plan on the date the loan is made or 50% of their vested account balance, whichever is less. A maximum number of one outstanding loan is allowed per participant at any time. Loan terms are not to exceed 5 years, with the exception of loans used for the purchase of a principal residence of the participant, which are limited to a period of 15 years. The loans are secured by the balance in the participant's accounts and bear interest between 4.25% and 6.50% at December 31, 2019, which is determined at loan inception by the plan administrator based on the prime rate plus 1.00%. Principal and interest are paid ratably through weekly payroll deductions.

Payment of Benefits

Upon termination of service due to death, disability, or normal retirement, a participant, or his or her beneficiary upon death, may receive benefits in a single lump-sum amount equal to 100% of the participant's vested account balance. Normal retirement age is 65; early retirement is not permitted. For termination of service due to normal retirement, or other reasons, a participant may elect whether to receive the value of the vested interest as a single lump-sum distribution or to roll over the distribution to another retirement plan such as an individual retirement account. Additionally, upon attainment of age 59 ½, participants are allowed to withdraw funds from the Plan.

Financial Hardship Withdrawals

Financial hardship withdrawals of a participant's deferral contributions are permitted in certain circumstances of immediate and heavy financial need.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Automatic Cash-Out Provisions

The Plan includes automatic cash-out provisions. These provisions provide for terminated participants with vested balances of less than \$5,000 to take a distribution as soon as practicable following their termination of employment. The participant may elect whether to receive the distribution or to roll over the distribution to another retirement plan such as an individual retirement account. The Plan allows for involuntary cash-outs for terminated participants with vested balances of \$1,000 or less.

Forfeitures

At December 31, 2019 and 2018, no forfeited non-vested accounts existed. At the discretion of the Company, forfeitures may be used towards the Company's safe harbor or profit sharing contribution to the Plan or to offset Plan expenses.

Plan Expenses

Certain administrative expenses of the Plan are paid by either the Plan Sponsor or out of forfeitures. Loan and distribution origination fees, and recordkeeping fees, are paid by the respective participant. Fees totaled \$56,494 and \$47,306 for the years ended December 31, 2019 and 2018, respectively.

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Payment of Benefits

Benefits are recorded when paid.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

Risks and Uncertainties

The Plan provides for various investment securities. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level and uncertainty related to the changes in the value of investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements as of December 31, 2019 and 2018.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Events Occurring after Reporting Date

The Company has evaluated events and transactions that occurred between December 31, 2019 and October 14, 2020, which is the date that the financial statements were available to be issued for possible recognition or disclosure in the financial statements. See Note 9.

3. Investments/Notes Receivable from Participants (Unaudited)

All information related to investments and notes receivable from participants that are disclosed in the accompanying financial statements and supplemental schedules of assets (held at end of year), including investment income, investment transactions, and notes receivable from participants as of December 31, 2019 and December 31, 2018 and the transactions in such Plan assets for the years ended December 31, 2019 and 2018, have been certified to the plan administrator by Fidelity. As elected by the plan administrator, no auditing procedures have been performed on this information except to compare such information to the information included in the accompanying financial statements and supplemental schedules. Accordingly, as permitted under such election, the plan administrator has obtained certification from the trustee of the Plan that all of the information provided by them is complete and accurate.

4. Plan Tax Status

The Plan obtained an opinion letter on May 1, 2014, in which the Internal Revenue Service stated that the prototype non-standardized profit sharing plan and related trust, as then designed, were in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax. The Plan has been amended since receiving the opinion letter. 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, no provision for income taxes has been included in the Plan's financial statements.

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 (or asset) if the Plan has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the tax authorities.

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2019 and 2018, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements.

The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

5. Fair Value Measurements

The Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosure* defines fair value, provides guidance for measuring fair value, and expands disclosures about fair value measurements in accordance with accounting principles generally accepted in the United States of America. *Fair Value Measurements and Disclosure* does not require any new fair value measurements, but rather applies to all other accounting pronouncements that require or permit fair value measurements.

Fair Value Measurements and Disclosure establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobserved inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described below:

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

Level 2: Inputs to the valuation methodology include:

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

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

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

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

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

Mutual funds: Valued at the fair value of shares held by the Plan at year end.

Stable Value Funds: The fair values of the participation units in the stable value collective trust are based upon the NAVs of such fund under the practical expedient approach and therefore is not assigned to a level in the hierarchy table. The fund invests in conventional and synthetic investment contracts issued by various companies and institutions, with the objective of providing a high level of return that is consistent with also providing stability of investment return, preservation of capital and liquidity to pay plan benefits of its retirement plan investors. There are no redemption restrictions upon which the participant may redeem investments in the fund. However, the Plan is required to provide a one-year redemption notice to liquidate its entire investment in the fund.

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

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

	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
<i>December 31, 2019</i>				
Mutual funds	\$ 24,932,264	\$ 24,932,264	\$ -	\$ -
Total assets at fair value	24,932,264	\$ 24,932,264	\$ -	\$ -
Total investments measured at net asset value (NAV)*	485,359			
Total assets at fair value	\$ 25,417,623			

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

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

<i>December 31, 2018</i>	Fair Value Measurements			
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 16,386,414	\$ 16,386,414	\$ -	\$ -
Total assets at fair value	16,386,414	\$ 16,386,414	\$ -	\$ -
Total investments measured at net asset value (NAV)*	459,437			
Total assets at fair value	\$ 16,845,851			

* Certain investments are measured at NAV per share (or its equivalent) as a practical expedient and have not been classified in the fair value hierarchy. The fair value amounts presented in the preceding table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the financial statements of net assets available for benefits.

6. Plan Termination

As discussed in Note 9, subsequent to year end, the Plan Sponsor reached an agreement in which the Company would be acquired by AHEAD. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision. Participants will remain 100% vested in employer contributions credited to their accounts.

7. Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments. Fidelity, an affiliate of Fidelity Investments, is the recordkeeper and trustee as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions. Notes receivable from participants qualify as party-in-interest transactions. Certain administrative functions are performed by officers or employees of the Company. No such officers or employees receive compensation from the Plan.

8. Reconciliation to Form 5500

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

<i>December 31,</i>	2019
Net assets available for benefits per financial statements	\$ 27,567,567
Adjustment for deemed distributed loans	(1,001)
Net assets available for benefits per Forms 5500	\$ 27,566,566

RoundTower Technologies 401(k) Plan

Notes to Financial Statements

The following is a reconciliation of the change in net assets available for benefits per the statements of changes in net assets available for benefits to the respective Forms 5500 for the years ended:

<i>December 31,</i>		<i>2019</i>
Increase in net assets available for benefits per the statements of changes in net assets available for benefits	\$	8,833,597
Adjustment for deemed distributed loans		(1,001)
Increase in net assets available for benefits per the Form 5500	\$	8,832,596

9. Subsequent Events

On January 30, 2020, the World Health Organization (WHO) announced a global health emergency because of a new strain of coronavirus originating in Wuhan, China (the COVID-19 outbreak) and the risks to the international community as the virus spreads globally beyond its point of origin. In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. This pandemic has adversely affected global economic activity and greatly contributed to significant deterioration and instability in financial markets. As a result, the Plan's investment portfolio has incurred a decline in fair value since December 31, 2019. Because the values of the Plan's individual investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, and related impact on the Plan's liquidity cannot be determined at this time.

On March 27, 2020, President Trump signed into law the "Coronavirus Aid, Relief, and Economic Security (CARES) Act." 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 to plan participants under the CARES Act and has implemented the following provisions effective from March 27, 2020 through September 23, 2020:

- Special coronavirus distributions up to \$100,000
- Increase the available loan amount as described in Note 1 to the lesser of \$100,000 or 100% of the participant's vested account balance
- Extend the period for loan repayments, if applicable, up to one year
- Suspended required minimum distributions for 2020

The plan administrator believes that these provisions do not alter the plan tax status as described in Note 4.

As discussed in Note 1, it was announced that the Company reached an agreement with AHEAD in which AHEAD will acquire the Company. In connection with this proposed transaction, the Plan Sponsor has indicated that they intend to terminate the Plan effective December 31, 2020. The financial statements do not include any adjustments that may result from this decision.

Supplemental Schedule

RoundTower Technologies 401(k) Plan

EIN 81-0941654 Plan 001

Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

For the year ended 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)	(e) Current value
	Vanguard 500 Index Fund Admiral Class	Mutual Fund	\$ 3,406,791
	Vanguard Target Retirement 2045	Mutual Fund	2,434,554
	Vanguard Target Retirement 2035	Mutual Fund	2,124,560
	Vanguard Target Retirement 2040	Mutual Fund	1,603,444
	Vanguard Target Retirement 2030	Mutual Fund	1,295,355
	MFS Growth Fund	Mutual Fund	1,257,968
	T.Rowe Price New Horizons Fund	Mutual Fund	1,080,682
	Vanguard Target Retirement 2050	Mutual Fund	1,054,421
	Vanguard Target Retirement 2055	Mutual Fund	953,319
	John Hancock Disciplined Value	Mutual Fund	893,605
	Vanguard Mid-Cap Index Admiral Fund	Mutual Fund	856,221
	Oppenheimer Developing Markets	Mutual Fund	758,908
*	Fidelity Advisor Small Cap Value	Mutual Fund	697,459
	Vanguard Target Retirement 2025	Mutual Fund	690,764
	T.Rowe Price Dividend Growth	Mutual Fund	688,400
	Vanguard Total International Stock Index Fund	Mutual Fund	650,545
	Vanguard Interm-Term Bond Index Admiral	Mutual Fund	569,767
	Lincoln Fixed Account	Stable Value Fund	485,359
	Lazard Int. Strategic Equity Portfolio	Mutual Fund	441,968
	T. Rowe Price Overseas Stock Fund	Mutual Fund	438,039
	Dodge & Cox Income Fund	Mutual Fund	400,701
	Carillon Eagle Mid Cap Growth I	Mutual Fund	385,214
	John Hancock Funds Disciplined Value Fund R6	Mutual Fund	344,883
	Vanguard Real Estate Index Fund Admiral	Mutual Fund	334,155
	Federated High Yield Bond	Mutual Fund	257,525
	Vanguard Balanced Index Admiral	Mutual Fund	225,653
	Blackrock Multi-Asset Income Portfolio	Mutual Fund	215,601
	BlackRock Global Allocation I	Mutual Fund	208,392
	Vanguard Target Retirement 2020	Mutual Fund	183,005
	Vanguard Small-Cap Index Admiral Fund	Mutual Fund	177,960
	Metropolitan West Total Return Bond	Mutual Fund	98,903
	Vanguard Target Retirement 2015	Mutual Fund	83,934
	Vanguard Target Retirement 2060	Mutual Fund	78,368
	Vanguard Target Retirement Income	Mutual Fund	38,868
	American Beacon Mid Cap Value Instl Fund	Mutual Fund	2,332
*	Participant Loans	Interest rates ranging from 4.25% to 6.50%; maturity dates between June 2020 and March 2034	328,402
Total assets (held at end of year)			\$ 25,746,025

*Identifies party-in-interest to the Plan