

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 2021 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2021 or fiscal plan year beginning <u>01/01/2021</u> and ending <u>12/31/2021</u>	
A	This return/report is for: ☐ a multiemployer plan ☒ a single-employer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report ☐ an amended return/report ☐ the final 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 ☐ special extension (enter description) ☐ automatic extension ☐ the DFVC program
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan <u>TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN</u>
1b	Three-digit plan number (PN) ▶ <u>001</u>
1c	Effective date of plan <u>09/01/1990</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>TIVITY HEALTH, INC.</u> <u>701 COOL SPRINGS BLVD</u> <u>FRANKLIN, TN 37067</u>
2b	Employer Identification Number (EIN) <u>62-1117144</u>
2c	Plan Sponsor's telephone number <u>615-614-5400</u>
2d	Business code (see instructions) <u>621900</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.	10/17/2022	RYAN WAGERS
	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 (2021)
v. 210624

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	1679
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year.....		6a(1)	347
a(2) Total number of active participants at the end of the plan year		6a(2)	340
b Retired or separated participants receiving benefits.....		6b	32
c Other retired or separated participants entitled to future benefits		6c	1000
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	1372
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	10
f Total. Add lines 6d and 6e		6f	1382
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	1335
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	23
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 2T 3D			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2021 Form M-1 annual report. If the plan was not required to file the 2021 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 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021	
A Name of plan TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 TIVITY HEALTH, INC.	D Employer Identification Number (EIN) 62-1117144

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

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

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5582869	66915	GA32165	352	01/01/2021	12/31/2021

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

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

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	0
5	Current value of plan's interest under this contract in separate accounts at year end.....	5	4329162

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	
c	Additions: (1) Contributions deposited during the year	7c(1)	
	(2) Dividends and credits.....	7c(2)	
	(3) Interest credited during the year.....	7c(3)	
	(4) Transferred from separate account.....	7c(4)	
	(5) Other (specify below)	7c(5)	
	▶		
	(6) Total additions	7c(6)	0
d	Total of balance and additions (add lines 7b and 7c(6))	7d	0
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
	(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)	0
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

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
		2021
		This Form is Open to Public Inspection.

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 TIVITY HEALTH, INC.	D Employer Identification Number (EIN) 62-1117144	

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)

CAPFINANCIAL PARTNERS LLC

26-0058143

(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?
26 27	INVESTMENT ADVISOR	45250	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65 71	RECORDKEEPER	30459	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	27360	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

BASS, BERRY & SIMS PLC

62-0125540

(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?
29	ATTORNEY/LEGAL	8384	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.	
GS SM CP GR INS INST - GOLDMAN SAC 13-5108880	0.12%	
(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.	
LOOMIS SM CAP VAL I - DST ASSET MA 430 W 7TH STREET STE 219432 KANSAS CITY, MO 64105	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.	
MELLON STABLE VALUE 201 WASHINGTON STREET BOSTON, MA 21084	0.35%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
MS W LARGE CAP GR R1 - NYLIM SERVI 52-2206685	0.35%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PIF SMCP GRTH I IS - PRINCIPAL SHA 620 COOLIDGE DR FOLSOM, CA 95630	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(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 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan <u>TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN</u>	B Three-digit plan number (PN)	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>TIVITY HEALTH, INC.</u>	D Employer Identification Number (EIN) <u>62-1117144</u>	

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

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>STABLE VALUE ACCOUNT</u>		
b Name of sponsor of entity listed in (a): <u>NEW YORK LIFE INSURANCE COMPANY</u>		
c EIN-PN <u>13-5582869-125</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>4329162</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>MELLON STABLE VALUE</u>		
b Name of sponsor of entity listed in (a): <u>THE BANK OF NEW YORK MELLON</u>		
c EIN-PN <u>11-3152987-000</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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)**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 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 TIVITY HEALTH, INC.	D Employer Identification Number (EIN) 62-1117144	

Part I	Asset and Liability Statement
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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)	0	0
(2) Participant contributions.....	1b(2)	0	0
(3) Other	1b(3)	0	1584
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	30115	72671
(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)	592698	303451
(9) Value of interest in common/collective trusts	1c(9)	269825	0
(10) Value of interest in pooled separate accounts	1c(10)	0	4329162
(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)	130359875	124013988
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other.....	1c(15)	4779707	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)	2493258	3026246
(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	138525478	131747102
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	28235
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	28235
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	138525478	131718867

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)	677016	
(B) Participants	2a(1)(B)	2710718	
(C) Others (including rollovers).....	2a(1)(C)	653127	
(2) Noncash contributions.....	2a(2)	0	4040861
(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)	5	
(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)	15969	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		15974
(2) Dividends: (A) Preferred stock.....	2b(2)(A)	0	11583275
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	11583275	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		11583275
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	310129	59407
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	250722	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	783711
(B) Other	2b(5)(B)	783711	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		-168917
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		54433
(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)		7427544
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		23796288
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	30504087	
(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)		30504087
f Corrective distributions (see instructions).....	2f		1115
g Certain deemed distributions of participant loans (see instructions).....	2g		-13756
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)	27360	
(4) Other.....	2i(4)	84093	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		111453
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		30602899
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		-6806611
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(2) From this plan.....	2l(2)		0

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 Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☒ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☐ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

(1) Name: **LPMC, PC**

(2) EIN: **62-1199757**

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.).....

	Yes	No	Amount
4a	X		4223

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)			
4b		X	
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		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n		X	

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

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

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

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

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 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

A Name of plan TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 TIVITY HEALTH, INC.	D Employer Identification Number (EIN) 62-1117144

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

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

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) 2021
v. 201209

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 deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14c

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year.....

15a

b The corresponding number for the second preceding plan year.....

15b

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year.....

16a

b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....

16b

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

- 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 _____

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2021 and 2020

(With Independent Auditors' Report Thereon)



TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

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Independent Auditors' Report

Plan Administrator and Participants
Tivity Health, Inc. Retirement Savings Plan:

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements

We have performed an audit of the financial statements of the Tivity Health, Inc. Retirement Savings Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2021, the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements (2021 Financial Statements).

Management, having determined it is permissible in the circumstances, has elected to have the audit of the Tivity Health, Inc. Retirement Savings Plan's 2021 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the Plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion on the 2021 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report,

- the amounts and disclosures in the accompanying 2021 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America ("GAAP").
- the information in the accompanying 2021 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management has determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2021 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report. We are required to be independent of the Tivity Health, Inc. Retirement Savings Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or are available to be issued.

Management is also responsible for maintaining a current plan instrument including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditors' Responsibilities for the Audit of the 2021 Financial Statements

Except as described in the *Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements* section of our report, our objectives are to obtain reasonable assurance about whether the 2021 financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Tivity Health, Inc. Retirement Savings Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2021 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2021 financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter - 2021 Supplemental Schedules Required by ERISA

The supplemental schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2021 are presented for the purposes of additional analysis and are not a required part of the 2021 financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the 2021 financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the 2021 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the 2021 financial statements or to the 2021 financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, are presented in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedules related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Other Matter - Auditors' Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Tivity Health, Inc. Retirement Savings Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for the Reporting and Disclosure under ERISA, the plan administrator instructed us not to perform and we did not perform any auditing procedures with respect to the information certified by a qualified institution. In our report dated October 13, 2021, we indicated that (a) because of the significance of the information that we did not audit, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, we did not express an opinion on the 2020 financial statements, and (b) the form and content of the information included in the 2020 financial statements other than that derived from the information certified by a qualified institution were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

LBMCP

Brentwood, Tennessee
October 13, 2022

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Assets:		
Investments, at fair value:		
Money market fund	\$ 72,671	\$ 30,115
Mutual funds	124,013,988	130,359,875
Pooled separate account	4,302,511	-
Collective trust fund	-	4,861,747
Company stock	<u>3,026,246</u>	<u>2,491,436</u>
Total investments	<u>131,415,416</u>	<u>137,743,173</u>
Receivables:		
Plan sponsor contributions	9,311	-
Notes receivable from participants	<u>323,260</u>	<u>609,910</u>
Total receivables	<u>332,571</u>	<u>609,910</u>
Net assets available for benefits, at fair value	<u>\$ 131,747,987</u>	<u>\$ 138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Additions to net assets attributed to:		
Net change resulting from investment activity:		
Net appreciation in fair value of investments	\$ 8,270,459	\$ 15,937,783
Interest and dividend income	<u>11,656,478</u>	<u>5,166,165</u>
Net change resulting from investment activity	<u>19,926,937</u>	<u>21,103,948</u>
Interest income from notes receivable from participants	<u>16,737</u>	<u>17,610</u>
Contributions:		
Plan sponsor	686,327	900,495
Participants	2,710,718	4,227,522
Rollovers	<u>653,127</u>	<u>252,257</u>
Total contributions	<u>4,050,172</u>	<u>5,380,274</u>
Transfer of assets (Note 1)	<u>-</u>	<u>26,264,632</u>
Total additions	<u>23,993,846</u>	<u>52,766,464</u>
Deductions from net assets attributed to:		
Benefits paid	30,487,489	22,509,401
Administrative expenses	<u>111,453</u>	<u>41,263</u>
Total deductions	<u>30,598,942</u>	<u>22,550,664</u>
Net increase (decrease)	(6,605,096)	30,215,800
Net assets available for benefits at beginning of year	<u>138,353,083</u>	<u>108,137,283</u>
Net assets available for benefits at end of year	\$ <u>131,747,987</u>	\$ <u>138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(1) Description of plan

The following description of the Tivity Health, Inc. Retirement Savings Plan (the "Plan"), provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan which was adopted on September 1, 1990 to provide retirement benefits for employees of Tivity Health, Inc. (the "Plan Sponsor" or "Company") and its participating employers, as defined in the plan agreement. The Plan has a calendar plan year end. Union, leased employees and independent contractors are not eligible to participate in the Plan. The Plan covers substantially all other employees who are age twenty-one or older ("participants"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Nutrisystem, Inc. 401(k) Plan merged into the Plan effective January 1, 2020 with investment assets and notes receivable from participants totaling \$26,264,632 transferred into the Plan on January 2, 2020.

(b) Contributions

Participants may voluntarily make qualified retirement contributions to the Plan which are deductible by the participants for federal income tax purposes under Section 401(k) of the Internal Revenue Code ("IRC"). Participants may also make after-tax Roth contributions and contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. In order to participate, participants make contributions up to 75% of compensation, subject to certain IRC limitations.

Employees are automatically enrolled in the Plan at a deferral rate of 3% of compensation unless the employee elects not to participate or chooses a different percentage to defer.

During the period from January 1, 2020 to July 27, 2020, the Plan Sponsor matched an amount equal to 60% of each participant's contributions up to 6% of the participant's eligible compensation. Effective July 27, 2020, the plan was amended to change the non-discretionary match to discretionary and all Plan Sponsor contributions were suspended. The discretionary matching contributions were reinstated effective January 1, 2021. For the year ended December 31, 2021, the Plan Sponsor matched an amount equal to 50% of each participant's contributions up to 6% of the participant's eligible compensation. The Plan also includes Company Stock, which allows the Company to direct a portion of its matching contributions to purchase shares of the Company's common stock. During the years ended December 31, 2021 and 2020, no match was allocated to the Company Stock. Plan Sponsor and participant contributions may not exceed the maximum amount allowable for federal income tax purposes.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(c) Participant accounts

Each participant's account is credited (charged) with the participant's contributions, allocations of Plan Sponsor contributions, investment earnings (losses) and administrative expenses. All participant and Plan Sponsor contributions are currently invested per participant direction. Previous Plan Sponsor contributions that were invested in Company common stock may be reallocated to other investment alternatives by all Plan participants at any time. Allocations are based on the participants' compensation or account balances as defined in the plan agreement. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account balance.

(d) Vesting

Participants are immediately vested in their elective salary deferral plus actual earnings (losses) thereon. Vesting in the Plan Sponsor's contributions are based on years of continuous service. Participants vest 33% each year and are fully vested after three years of credited service. A participant's vesting percentage increases to 100% if, while employed with the Company, the participant dies or becomes disabled. Certain participants whose account balances were merged into this Plan or terminated employment before May 1, 2000, and who still have funds in the Plan, may have different vesting schedules. See the plan agreement for these schedules.

Effective November 29, 2020, the Plan was amended to exclude one of the participating employers from participating in the Plan. Due to the significant reduction in the number of participants leaving the Plan, a partial plan termination occurred. The affected participants became fully vested in their account balances.

(e) Notes receivable from participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. The notes are secured by the balance in the participant's account and bear interest at rates ranging from 4.25% to 5.75%, which are commensurate with local prevailing rates as determined quarterly by the plan administrator. Principal and interest are paid ratably through payroll deductions.

(f) Payment of benefits

On termination of service due to retirement, death or disability (as defined in the Plan), a participant may elect to receive his/her entire account balance in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request. For termination of service due to other reasons or upon reaching age 59½, a participant will be entitled to receive only the vested interest in their account in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(g) Forfeited accounts

Forfeitures are created when participants terminate employment prior to becoming fully vested in the Plan Sponsor contribution portion of their accounts. Such forfeitures may be first used to pay Plan administrative expenses. Any remaining forfeitures may be used to reduce the Plan Sponsor's contributions to the Plan. At December 31, 2021 and 2020, forfeited nonvested accounts totaled \$52,954 and \$72,462, respectively. Approximately \$145,000 and \$160,000 of forfeited nonvested accounts were used to reduce the Plan Sponsor contributions during the years ended December 31, 2021 and 2020, respectively.

(h) Hardship withdrawals

The Plan permits distributions in the event of a hardship, as defined in the plan agreement. These distributions are taxable and subject to a tax penalty equal to 10% of the hardship distribution amount if the participant is younger than age 59½. Hardship withdrawals are limited to the participant's elective account balance.

(i) Administrative expenses

Certain expenses of maintaining the Plan are paid directly by the Plan Sponsor and are excluded from these financial statements. Investment related expenses are included in net appreciation in fair value of investments. Plan administration fees and transaction based fees are included in administrative expenses and charged directly to the participant's account.

(j) Plan changes

During 2020, the Plan implemented certain provisions allowed by the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act of 2019 (the SECURE Act), which changed the Plan to, among others, allow certain eligible individuals to receive coronavirus-related distributions of up to \$100,000 and loans up to \$100,000 or 100% of a participants vested balance, allow loan repayments be deferred up to one year, suspend required minimum distributions, and delay the commencement date for required minimum distributions.

(k) Plan termination

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the plan agreement to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100% vested in their account balances.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(2) Summary of significant accounting policies

(a) Basis of accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

(b) Investment valuation and income recognition

Investments are stated at fair value as reported by Fidelity Management Trust Company ("Fidelity"). 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 4 for further 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. Dividend income is recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

(c) Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are reclassified as distributions based upon the terms of the plan document.

(d) Payment of benefits

Benefits are recorded when paid.

(e) 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 net assets available for benefits and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(f) Events occurring after reporting date

The management of the Plan Sponsor has evaluated events and transactions that occurred between December 31, 2021 and October 13, 2022, which is the date that the financial statements were available to be issued, for possible recognition or disclosure in the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(3) Certified information

Certain information related to investments reported and disclosed in the accompanying financial statements and supplemental schedule of assets (held at year end), including the fair value of investments and notes receivable from participants held at December 31, 2021 and 2020, and net appreciation in fair value of investments, interest and dividend income, and interest income on notes receivable from participants for the years ended December 31, 2021 and 2020, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by Fidelity.

(4) Fair value measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described 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 and Level 3 are not applicable to the Plan.

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

The following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

- (i) *Money market fund and mutual funds:* Valued at the net asset value ("NAV") closing price reported on the last business day of the Plan year reported by the active market on which the security is traded.
- (ii) *Company stock:* Valued at the closing price reported on the active market on which the individual security is traded.

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's management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2021 and 2020:

Fair Value Measurements as of December 31, 2021 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 72,671	\$ -	\$ -	\$ 72,671
Mutual funds	124,013,988	-	-	124,013,988
Company stock	<u>3,026,246</u>	<u>-</u>	<u>-</u>	<u>3,026,246</u>
Total investments in the fair value hierarchy	<u>\$ 127,112,905</u>	<u>\$ -</u>	<u>\$ -</u>	127,112,905
Pooled separate account measured at NAV as a practical expedient (a)				<u>4,302,511</u>
Investments at fair value				<u>\$ 131,415,416</u>

Fair Value Measurements as of December 31, 2020 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 30,115	\$ -	\$ -	\$ 30,115
Mutual funds	130,359,875	-	-	130,359,875
Company stock	<u>2,491,436</u>	<u>-</u>	<u>-</u>	<u>2,491,436</u>
Total investments in the fair value hierarchy	<u>\$ 132,881,426</u>	<u>\$ -</u>	<u>\$ -</u>	132,881,426
Collective trust fund measured at NAV as a practical expedient (a)				<u>4,861,747</u>
Investments at fair value				<u>\$ 137,743,173</u>

- (a) The pooled separate account and collective trust fund are measured at NAV as practical expedients to estimate fair value and, therefore, have not been classified in the fair value hierarchy. The following table summarizes the investments measured at fair value based on NAV as a practical expedient as of December 31, 2021 and 2020. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

<u>Description</u>	<u>Fair Value 12/31/2021</u>	<u>Fair Value 12/31/2020</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency (if currently eligible)</u>	<u>Redemption Notice Period</u>
Collective trust fund	\$ -	\$ 4,861,747	n/a	Daily	None
Pooled separate account	\$ 4,302,511	\$ -	n/a	Daily	12 months

The collective trust fund's investment objective was to provide defined contribution plan investors current income while maintaining stability of invested principal by investing primarily in a diversified portfolio of guaranteed investment contracts; wrapped fixed income contracts; separate account contracts; cash and cash equivalents; and other instruments that can be carried at book value.

(5) Income tax status

The Plan adopted a pre-approved profit sharing plan, which obtained a favorable opinion letter on June 30, 2020, in which the IRS stated that the pre-approved plan was in compliance with the applicable requirements of the IRC. The Plan is required to operate in conformity with the IRC to maintain its qualification. The pre-approved plan has been amended since receiving the opinion letter, and the Plan itself has not obtained a determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC.

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 IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2021 and 2020, there are 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.

(6) Untimely remittance of participant contributions

The Plan Sponsor is required by Department of Labor regulation to remit participant contributions as soon as practicable, but by no later than the fifteenth business day following the end of the month in which the amounts were withheld from wages. Certain contributions withheld during 2020 were not remitted timely.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(7) Related party transactions and party-in-interest transactions

Parties-in-interest are defined under Department of Labor ("DOL") regulations as any fiduciary of the Plan, any party rendering service to the Plan, the Plan Sponsor and certain others. The Plan held \$3,026,246 and \$2,491,436 of Company stock consisting of 114,380 and 127,179 shares at December 31, 2021 and 2020, respectively.

During the years ended December 31, 2021 and 2020, there were no dividends declared by the Company.

Certain Plan investments are shares of mutual funds and a money market fund managed by Fidelity and, therefore, these transactions qualify as party-in-interest transactions under ERISA. As described in Note 1, the Plan paid expenses to various service providers and holds notes receivable from participants which also qualify as party-in-interest transactions.

(8) Reconciliation of financial statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Net assets available for benefits per the financial statements	\$ 131,747,987	\$ 138,353,083
Plan Sponsor contributions receivable	(9,311)	-
Deemed notes receivable from participants	(19,809)	(17,212)
Adjustment from fair to contract value for the collective trust fund	-	187,785
Other	<u>-</u>	<u>1,822</u>
Net assets available for benefits per the Form 5500	<u>\$ 131,718,867</u>	<u>\$ 138,525,478</u>

The following is a reconciliation of the change in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Change in net assets available for benefits per the financial statements	\$ (6,605,096)	\$ 30,215,800
Change in Plan Sponsor contributions receivable	(9,311)	-
Change in deemed notes receivable from participants	(2,597)	(17,212)
Change in adjustment from fair to contract value for the collective trust fund	(187,785)	136,947
Change in other	<u>(1,822)</u>	<u>80</u>
Change in net assets available for benefits per the Form 5500	<u>\$ (6,806,611)</u>	<u>\$ 30,335,615</u>

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(9) Risks and uncertainties

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

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

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

December 31, 2021

(a)	(b)	(c) Description of investment, including maturity date, rate of interest, collateral, <u>par or maturity value</u>	(d) <u>Cost</u>	(e) <u>Current value</u>
	Money market fund -			
*	Fidelity	Fidelity Govt Money Market	**	\$ <u>72,671</u>
	Mutual funds:			
	American Funds	American Balanced Fund R6	**	6,244,819
	American Funds	Europacific Growth Fund	**	6,354,993
	American Century	Mid Cap Value Fund	**	3,041,622
	Carillon Eagle	Mid Cap Growth R6	**	4,117,207
*	Fidelity	Fidelity US Bond Index	**	899,413
*	Fidelity	Fidelity 500 Index	**	21,254,893
*	Fidelity	Fidelity Ext. Market Index	**	1,703,593
*	Fidelity	Fidelity Total Intl. Index	**	1,603,590
*	Fidelity	Freedom 2010 Fund	**	183,759
*	Fidelity	Freedom 2015 Fund	**	1,017,634
*	Fidelity	Freedom 2020 Fund	**	2,347,211
*	Fidelity	Freedom 2025 Fund	**	3,476,766
*	Fidelity	Freedom 2030 Fund	**	5,357,702
*	Fidelity	Freedom 2035 Fund	**	5,585,253
*	Fidelity	Freedom 2040 Fund	**	7,377,354
*	Fidelity	Freedom 2045 Fund	**	8,328,952
*	Fidelity	Freedom 2050 Fund	**	5,316,181
*	Fidelity	Freedom 2055 Fund	**	1,619,465
*	Fidelity	Freedom 2060 Fund	**	451,878
*	Fidelity	Freedom 2065 Fund	**	24,821
*	Fidelity	Freedom Income Fund	**	155,215
*	Fidelity	Fidelity Total Bond	**	4,985,583
	Loomis	Small Cap Value I Fund	**	3,692,150
	Mainstay	Large Cap Growth Fund	**	18,140,434
	MFS	Value Fund R6	**	6,882,971
	Principal	Small Cap Growth 1	**	851,660
	Vanguard	International Growth Fund	**	<u>2,998,869</u>
	Total mutual funds			<u>124,013,988</u>
	Pooled Separate Account-			
	New York Life Anchor Account	Anchor Stable Value Fund	**	<u>4,302,511</u>
	Company stock-			
*	Tivity Health, Inc.	Common stock 114,380 shares	**	<u>3,026,246</u>
*	Participant notes receivable	Interest rates ranging from 4.25% to 5.75%	-	<u>323,260</u>
	Total			<u>\$ 131,738,676</u>

* Represents a party-in-interest.

** Not required for participant directed plans.

The above data is based upon information which has been certified as complete and accurate by Fidelity Management Trust Company.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Year ended December 31, 2021

Check Here If Late Participant Loan Payments Are Included	Participant Contributions Transferred Late to the Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
		Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
	\$ 4,223	\$ -	\$ 4,223	\$ -	\$ -

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2021 and 2020

(With Independent Auditors' Report Thereon)



TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

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Independent Auditors' Report

Plan Administrator and Participants
Tivity Health, Inc. Retirement Savings Plan:

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements

We have performed an audit of the financial statements of the Tivity Health, Inc. Retirement Savings Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2021, the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements (2021 Financial Statements).

Management, having determined it is permissible in the circumstances, has elected to have the audit of the Tivity Health, Inc. Retirement Savings Plan's 2021 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the Plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion on the 2021 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report,

- the amounts and disclosures in the accompanying 2021 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America ("GAAP").
- the information in the accompanying 2021 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management has determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2021 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report. We are required to be independent of the Tivity Health, Inc. Retirement Savings Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or are available to be issued.

Management is also responsible for maintaining a current plan instrument including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditors' Responsibilities for the Audit of the 2021 Financial Statements

Except as described in the *Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements* section of our report, our objectives are to obtain reasonable assurance about whether the 2021 financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Tivity Health, Inc. Retirement Savings Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2021 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2021 financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter - 2021 Supplemental Schedules Required by ERISA

The supplemental schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2021 are presented for the purposes of additional analysis and are not a required part of the 2021 financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the 2021 financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the 2021 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the 2021 financial statements or to the 2021 financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, are presented in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedules related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Other Matter - Auditors' Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Tivity Health, Inc. Retirement Savings Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for the Reporting and Disclosure under ERISA, the plan administrator instructed us not to perform and we did not perform any auditing procedures with respect to the information certified by a qualified institution. In our report dated October 13, 2021, we indicated that (a) because of the significance of the information that we did not audit, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, we did not express an opinion on the 2020 financial statements, and (b) the form and content of the information included in the 2020 financial statements other than that derived from the information certified by a qualified institution were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

LBMCP

Brentwood, Tennessee
October 13, 2022

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Assets:		
Investments, at fair value:		
Money market fund	\$ 72,671	\$ 30,115
Mutual funds	124,013,988	130,359,875
Pooled separate account	4,302,511	-
Collective trust fund	-	4,861,747
Company stock	<u>3,026,246</u>	<u>2,491,436</u>
Total investments	<u>131,415,416</u>	<u>137,743,173</u>
Receivables:		
Plan sponsor contributions	9,311	-
Notes receivable from participants	<u>323,260</u>	<u>609,910</u>
Total receivables	<u>332,571</u>	<u>609,910</u>
Net assets available for benefits, at fair value	<u>\$ 131,747,987</u>	<u>\$ 138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Additions to net assets attributed to:		
Net change resulting from investment activity:		
Net appreciation in fair value of investments	\$ 8,270,459	\$ 15,937,783
Interest and dividend income	<u>11,656,478</u>	<u>5,166,165</u>
Net change resulting from investment activity	<u>19,926,937</u>	<u>21,103,948</u>
Interest income from notes receivable from participants	<u>16,737</u>	<u>17,610</u>
Contributions:		
Plan sponsor	686,327	900,495
Participants	2,710,718	4,227,522
Rollovers	<u>653,127</u>	<u>252,257</u>
Total contributions	<u>4,050,172</u>	<u>5,380,274</u>
Transfer of assets (Note 1)	<u>-</u>	<u>26,264,632</u>
Total additions	<u>23,993,846</u>	<u>52,766,464</u>
Deductions from net assets attributed to:		
Benefits paid	30,487,489	22,509,401
Administrative expenses	<u>111,453</u>	<u>41,263</u>
Total deductions	<u>30,598,942</u>	<u>22,550,664</u>
Net increase (decrease)	(6,605,096)	30,215,800
Net assets available for benefits at beginning of year	<u>138,353,083</u>	<u>108,137,283</u>
Net assets available for benefits at end of year	\$ <u>131,747,987</u>	\$ <u>138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(1) Description of plan

The following description of the Tivity Health, Inc. Retirement Savings Plan (the "Plan"), provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan which was adopted on September 1, 1990 to provide retirement benefits for employees of Tivity Health, Inc. (the "Plan Sponsor" or "Company") and its participating employers, as defined in the plan agreement. The Plan has a calendar plan year end. Union, leased employees and independent contractors are not eligible to participate in the Plan. The Plan covers substantially all other employees who are age twenty-one or older ("participants"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Nutrisystem, Inc. 401(k) Plan merged into the Plan effective January 1, 2020 with investment assets and notes receivable from participants totaling \$26,264,632 transferred into the Plan on January 2, 2020.

(b) Contributions

Participants may voluntarily make qualified retirement contributions to the Plan which are deductible by the participants for federal income tax purposes under Section 401(k) of the Internal Revenue Code ("IRC"). Participants may also make after-tax Roth contributions and contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. In order to participate, participants make contributions up to 75% of compensation, subject to certain IRC limitations.

Employees are automatically enrolled in the Plan at a deferral rate of 3% of compensation unless the employee elects not to participate or chooses a different percentage to defer.

During the period from January 1, 2020 to July 27, 2020, the Plan Sponsor matched an amount equal to 60% of each participant's contributions up to 6% of the participant's eligible compensation. Effective July 27, 2020, the plan was amended to change the non-discretionary match to discretionary and all Plan Sponsor contributions were suspended. The discretionary matching contributions were reinstated effective January 1, 2021. For the year ended December 31, 2021, the Plan Sponsor matched an amount equal to 50% of each participant's contributions up to 6% of the participant's eligible compensation. The Plan also includes Company Stock, which allows the Company to direct a portion of its matching contributions to purchase shares of the Company's common stock. During the years ended December 31, 2021 and 2020, no match was allocated to the Company Stock. Plan Sponsor and participant contributions may not exceed the maximum amount allowable for federal income tax purposes.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(c) Participant accounts

Each participant's account is credited (charged) with the participant's contributions, allocations of Plan Sponsor contributions, investment earnings (losses) and administrative expenses. All participant and Plan Sponsor contributions are currently invested per participant direction. Previous Plan Sponsor contributions that were invested in Company common stock may be reallocated to other investment alternatives by all Plan participants at any time. Allocations are based on the participants' compensation or account balances as defined in the plan agreement. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account balance.

(d) Vesting

Participants are immediately vested in their elective salary deferral plus actual earnings (losses) thereon. Vesting in the Plan Sponsor's contributions are based on years of continuous service. Participants vest 33% each year and are fully vested after three years of credited service. A participant's vesting percentage increases to 100% if, while employed with the Company, the participant dies or becomes disabled. Certain participants whose account balances were merged into this Plan or terminated employment before May 1, 2000, and who still have funds in the Plan, may have different vesting schedules. See the plan agreement for these schedules.

Effective November 29, 2020, the Plan was amended to exclude one of the participating employers from participating in the Plan. Due to the significant reduction in the number of participants leaving the Plan, a partial plan termination occurred. The affected participants became fully vested in their account balances.

(e) Notes receivable from participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. The notes are secured by the balance in the participant's account and bear interest at rates ranging from 4.25% to 5.75%, which are commensurate with local prevailing rates as determined quarterly by the plan administrator. Principal and interest are paid ratably through payroll deductions.

(f) Payment of benefits

On termination of service due to retirement, death or disability (as defined in the Plan), a participant may elect to receive his/her entire account balance in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request. For termination of service due to other reasons or upon reaching age 59½, a participant will be entitled to receive only the vested interest in their account in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(g) Forfeited accounts

Forfeitures are created when participants terminate employment prior to becoming fully vested in the Plan Sponsor contribution portion of their accounts. Such forfeitures may be first used to pay Plan administrative expenses. Any remaining forfeitures may be used to reduce the Plan Sponsor's contributions to the Plan. At December 31, 2021 and 2020, forfeited nonvested accounts totaled \$52,954 and \$72,462, respectively. Approximately \$145,000 and \$160,000 of forfeited nonvested accounts were used to reduce the Plan Sponsor contributions during the years ended December 31, 2021 and 2020, respectively.

(h) Hardship withdrawals

The Plan permits distributions in the event of a hardship, as defined in the plan agreement. These distributions are taxable and subject to a tax penalty equal to 10% of the hardship distribution amount if the participant is younger than age 59½. Hardship withdrawals are limited to the participant's elective account balance.

(i) Administrative expenses

Certain expenses of maintaining the Plan are paid directly by the Plan Sponsor and are excluded from these financial statements. Investment related expenses are included in net appreciation in fair value of investments. Plan administration fees and transaction based fees are included in administrative expenses and charged directly to the participant's account.

(j) Plan changes

During 2020, the Plan implemented certain provisions allowed by the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act of 2019 (the SECURE Act), which changed the Plan to, among others, allow certain eligible individuals to receive coronavirus-related distributions of up to \$100,000 and loans up to \$100,000 or 100% of a participants vested balance, allow loan repayments be deferred up to one year, suspend required minimum distributions, and delay the commencement date for required minimum distributions.

(k) Plan termination

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the plan agreement to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100% vested in their account balances.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(2) Summary of significant accounting policies

(a) Basis of accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

(b) Investment valuation and income recognition

Investments are stated at fair value as reported by Fidelity Management Trust Company ("Fidelity"). 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 4 for further 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. Dividend income is recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

(c) Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are reclassified as distributions based upon the terms of the plan document.

(d) Payment of benefits

Benefits are recorded when paid.

(e) 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 net assets available for benefits and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(f) Events occurring after reporting date

The management of the Plan Sponsor has evaluated events and transactions that occurred between December 31, 2021 and October 13, 2022, which is the date that the financial statements were available to be issued, for possible recognition or disclosure in the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(3) Certified information

Certain information related to investments reported and disclosed in the accompanying financial statements and supplemental schedule of assets (held at year end), including the fair value of investments and notes receivable from participants held at December 31, 2021 and 2020, and net appreciation in fair value of investments, interest and dividend income, and interest income on notes receivable from participants for the years ended December 31, 2021 and 2020, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by Fidelity.

(4) Fair value measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described 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 and Level 3 are not applicable to the Plan.

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

The following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

- (i) *Money market fund and mutual funds:* Valued at the net asset value ("NAV") closing price reported on the last business day of the Plan year reported by the active market on which the security is traded.
- (ii) *Company stock:* Valued at the closing price reported on the active market on which the individual security is traded.

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's management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2021 and 2020:

Fair Value Measurements as of December 31, 2021 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 72,671	\$ -	\$ -	\$ 72,671
Mutual funds	124,013,988	-	-	124,013,988
Company stock	<u>3,026,246</u>	<u>-</u>	<u>-</u>	<u>3,026,246</u>
Total investments in the fair value hierarchy	\$ <u>127,112,905</u>	\$ <u>-</u>	\$ <u>-</u>	127,112,905
Pooled separate account measured at NAV as a practical expedient (a)				<u>4,302,511</u>
Investments at fair value				\$ <u>131,415,416</u>

Fair Value Measurements as of December 31, 2020 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 30,115	\$ -	\$ -	\$ 30,115
Mutual funds	130,359,875	-	-	130,359,875
Company stock	<u>2,491,436</u>	<u>-</u>	<u>-</u>	<u>2,491,436</u>
Total investments in the fair value hierarchy	\$ <u>132,881,426</u>	\$ <u>-</u>	\$ <u>-</u>	132,881,426
Collective trust fund measured at NAV as a practical expedient (a)				<u>4,861,747</u>
Investments at fair value				\$ <u>137,743,173</u>

- (a) The pooled separate account and collective trust fund are measured at NAV as practical expedients to estimate fair value and, therefore, have not been classified in the fair value hierarchy. The following table summarizes the investments measured at fair value based on NAV as a practical expedient as of December 31, 2021 and 2020. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

<u>Description</u>	<u>Fair Value</u> <u>12/31/2021</u>	<u>Fair Value</u> <u>12/31/2020</u>	<u>Unfunded</u> <u>Commitments</u>	<u>Redemption</u> <u>Frequency (if</u> <u>currently eligible)</u>	<u>Redemption</u> <u>Notice Period</u>
Collective trust fund	\$ -	\$ 4,861,747	n/a	Daily	None
Pooled separate account	\$ 4,302,511	\$ -	n/a	Daily	12 months

The collective trust fund's investment objective was to provide defined contribution plan investors current income while maintaining stability of invested principal by investing primarily in a diversified portfolio of guaranteed investment contracts; wrapped fixed income contracts; separate account contracts; cash and cash equivalents; and other instruments that can be carried at book value.

(5) Income tax status

The Plan adopted a pre-approved profit sharing plan, which obtained a favorable opinion letter on June 30, 2020, in which the IRS stated that the pre-approved plan was in compliance with the applicable requirements of the IRC. The Plan is required to operate in conformity with the IRC to maintain its qualification. The pre-approved plan has been amended since receiving the opinion letter, and the Plan itself has not obtained a determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC.

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 IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2021 and 2020, there are 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.

(6) Untimely remittance of participant contributions

The Plan Sponsor is required by Department of Labor regulation to remit participant contributions as soon as practicable, but by no later than the fifteenth business day following the end of the month in which the amounts were withheld from wages. Certain contributions withheld during 2020 were not remitted timely.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(7) Related party transactions and party-in-interest transactions

Parties-in-interest are defined under Department of Labor ("DOL") regulations as any fiduciary of the Plan, any party rendering service to the Plan, the Plan Sponsor and certain others. The Plan held \$3,026,246 and \$2,491,436 of Company stock consisting of 114,380 and 127,179 shares at December 31, 2021 and 2020, respectively.

During the years ended December 31, 2021 and 2020, there were no dividends declared by the Company.

Certain Plan investments are shares of mutual funds and a money market fund managed by Fidelity and, therefore, these transactions qualify as party-in-interest transactions under ERISA. As described in Note 1, the Plan paid expenses to various service providers and holds notes receivable from participants which also qualify as party-in-interest transactions.

(8) Reconciliation of financial statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Net assets available for benefits per the financial statements	\$ 131,747,987	\$ 138,353,083
Plan Sponsor contributions receivable	(9,311)	-
Deemed notes receivable from participants	(19,809)	(17,212)
Adjustment from fair to contract value for the collective trust fund	-	187,785
Other	<u>-</u>	<u>1,822</u>
Net assets available for benefits per the Form 5500	\$ <u>131,718,867</u>	\$ <u>138,525,478</u>

The following is a reconciliation of the change in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Change in net assets available for benefits per the financial statements	\$ (6,605,096)	\$ 30,215,800
Change in Plan Sponsor contributions receivable	(9,311)	-
Change in deemed notes receivable from participants	(2,597)	(17,212)
Change in adjustment from fair to contract value for the collective trust fund	(187,785)	136,947
Change in other	<u>(1,822)</u>	<u>80</u>
Change in net assets available for benefits per the Form 5500	\$ <u>(6,806,611)</u>	\$ <u>30,335,615</u>

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(9) Risks and uncertainties

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

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

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

December 31, 2021

(a)	(b)	(c) Description of investment, including maturity date, rate of interest, collateral, <u>par or maturity value</u>	(d) <u>Cost</u>	(e) <u>Current value</u>
	Money market fund -			
*	Fidelity	Fidelity Govt Money Market	**	\$ <u>72,671</u>
	Mutual funds:			
	American Funds	American Balanced Fund R6	**	6,244,819
	American Funds	Europacific Growth Fund	**	6,354,993
	American Century	Mid Cap Value Fund	**	3,041,622
	Carillon Eagle	Mid Cap Growth R6	**	4,117,207
*	Fidelity	Fidelity US Bond Index	**	899,413
*	Fidelity	Fidelity 500 Index	**	21,254,893
*	Fidelity	Fidelity Ext. Market Index	**	1,703,593
*	Fidelity	Fidelity Total Intl. Index	**	1,603,590
*	Fidelity	Freedom 2010 Fund	**	183,759
*	Fidelity	Freedom 2015 Fund	**	1,017,634
*	Fidelity	Freedom 2020 Fund	**	2,347,211
*	Fidelity	Freedom 2025 Fund	**	3,476,766
*	Fidelity	Freedom 2030 Fund	**	5,357,702
*	Fidelity	Freedom 2035 Fund	**	5,585,253
*	Fidelity	Freedom 2040 Fund	**	7,377,354
*	Fidelity	Freedom 2045 Fund	**	8,328,952
*	Fidelity	Freedom 2050 Fund	**	5,316,181
*	Fidelity	Freedom 2055 Fund	**	1,619,465
*	Fidelity	Freedom 2060 Fund	**	451,878
*	Fidelity	Freedom 2065 Fund	**	24,821
*	Fidelity	Freedom Income Fund	**	155,215
*	Fidelity	Fidelity Total Bond	**	4,985,583
	Loomis	Small Cap Value I Fund	**	3,692,150
	Mainstay	Large Cap Growth Fund	**	18,140,434
	MFS	Value Fund R6	**	6,882,971
	Principal	Small Cap Growth 1	**	851,660
	Vanguard	International Growth Fund	**	<u>2,998,869</u>
	Total mutual funds			<u>124,013,988</u>
	Pooled Separate Account-			
	New York Life Anchor Account	Anchor Stable Value Fund	**	<u>4,302,511</u>
	Company stock-			
*	Tivity Health, Inc.	Common stock 114,380 shares	**	<u>3,026,246</u>
*	Participant notes receivable	Interest rates ranging from 4.25% to 5.75%	-	<u>323,260</u>
	Total			<u>\$ 131,738,676</u>

* Represents a party-in-interest.

** Not required for participant directed plans.

The above data is based upon information which has been certified as complete and accurate by Fidelity Management Trust Company.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Year ended December 31, 2021

Check Here If Late Participant Loan Payments Are Included	Participant Contributions Transferred Late to the Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
		<u>Contributions not Corrected</u>	<u>Contributions Corrected Outside VFCP</u>	<u>Contributions Pending Correction in VFCP</u>	
	\$ 4,223	\$ -	\$ 4,223	\$ -	\$ -

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedules

December 31, 2021 and 2020

(With Independent Auditors' Report Thereon)



TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

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Independent Auditors' Report

Plan Administrator and Participants
Tivity Health, Inc. Retirement Savings Plan:

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements

We have performed an audit of the financial statements of the Tivity Health, Inc. Retirement Savings Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2021, the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements (2021 Financial Statements).

Management, having determined it is permissible in the circumstances, has elected to have the audit of the Tivity Health, Inc. Retirement Savings Plan's 2021 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the Plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2021, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

Opinion on the 2021 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report,

- the amounts and disclosures in the accompanying 2021 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America ("GAAP").
- the information in the accompanying 2021 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management has determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2021 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the 2021 Financial Statements* section of our report. We are required to be independent of the Tivity Health, Inc. Retirement Savings Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for 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. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or are available to be issued.

Management is also responsible for maintaining a current plan instrument including all plan amendments, administering the Plan, and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditors' Responsibilities for the Audit of the 2021 Financial Statements

Except as described in the *Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements* section of our report, our objectives are to obtain reasonable assurance about whether the 2021 financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Tivity Health, Inc. Retirement Savings Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Tivity Health, Inc. Retirement Savings Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2021 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the 2021 financial statements as a whole are presented fairly, in all material respects, in accordance with GAAP.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter - 2021 Supplemental Schedules Required by ERISA

The supplemental schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2021 are presented for the purposes of additional analysis and are not a required part of the 2021 financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the 2021 financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the 2021 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the 2021 financial statements or to the 2021 financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedules, other than the information in the supplemental schedules that agreed to or is derived from the certified investment information, are presented in all material respects, in conformity with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedules related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Other Matter - Auditors' Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Tivity Health, Inc. Retirement Savings Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for the Reporting and Disclosure under ERISA, the plan administrator instructed us not to perform and we did not perform any auditing procedures with respect to the information certified by a qualified institution. In our report dated October 13, 2021, we indicated that (a) because of the significance of the information that we did not audit, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, we did not express an opinion on the 2020 financial statements, and (b) the form and content of the information included in the 2020 financial statements other than that derived from the information certified by a qualified institution were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

LBMCP

Brentwood, Tennessee
October 13, 2022

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Assets:		
Investments, at fair value:		
Money market fund	\$ 72,671	\$ 30,115
Mutual funds	124,013,988	130,359,875
Pooled separate account	4,302,511	-
Collective trust fund	-	4,861,747
Company stock	<u>3,026,246</u>	<u>2,491,436</u>
Total investments	<u>131,415,416</u>	<u>137,743,173</u>
Receivables:		
Plan sponsor contributions	9,311	-
Notes receivable from participants	<u>323,260</u>	<u>609,910</u>
Total receivables	<u>332,571</u>	<u>609,910</u>
Net assets available for benefits, at fair value	<u>\$ 131,747,987</u>	<u>\$ 138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Statements of Changes in Net Assets Available for Benefits

Years Ended December 31, 2021 and 2020

	<u>2021</u>	<u>2020</u>
Additions to net assets attributed to:		
Net change resulting from investment activity:		
Net appreciation in fair value of investments	\$ 8,270,459	\$ 15,937,783
Interest and dividend income	<u>11,656,478</u>	<u>5,166,165</u>
Net change resulting from investment activity	<u>19,926,937</u>	<u>21,103,948</u>
Interest income from notes receivable from participants	<u>16,737</u>	<u>17,610</u>
Contributions:		
Plan sponsor	686,327	900,495
Participants	2,710,718	4,227,522
Rollovers	<u>653,127</u>	<u>252,257</u>
Total contributions	<u>4,050,172</u>	<u>5,380,274</u>
Transfer of assets (Note 1)	<u>-</u>	<u>26,264,632</u>
Total additions	<u>23,993,846</u>	<u>52,766,464</u>
Deductions from net assets attributed to:		
Benefits paid	30,487,489	22,509,401
Administrative expenses	<u>111,453</u>	<u>41,263</u>
Total deductions	<u>30,598,942</u>	<u>22,550,664</u>
Net increase (decrease)	(6,605,096)	30,215,800
Net assets available for benefits at beginning of year	<u>138,353,083</u>	<u>108,137,283</u>
Net assets available for benefits at end of year	\$ <u>131,747,987</u>	\$ <u>138,353,083</u>

See accompanying notes to the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(1) Description of plan

The following description of the Tivity Health, Inc. Retirement Savings Plan (the "Plan"), provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan which was adopted on September 1, 1990 to provide retirement benefits for employees of Tivity Health, Inc. (the "Plan Sponsor" or "Company") and its participating employers, as defined in the plan agreement. The Plan has a calendar plan year end. Union, leased employees and independent contractors are not eligible to participate in the Plan. The Plan covers substantially all other employees who are age twenty-one or older ("participants"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Nutrisystem, Inc. 401(k) Plan merged into the Plan effective January 1, 2020 with investment assets and notes receivable from participants totaling \$26,264,632 transferred into the Plan on January 2, 2020.

(b) Contributions

Participants may voluntarily make qualified retirement contributions to the Plan which are deductible by the participants for federal income tax purposes under Section 401(k) of the Internal Revenue Code ("IRC"). Participants may also make after-tax Roth contributions and contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. In order to participate, participants make contributions up to 75% of compensation, subject to certain IRC limitations.

Employees are automatically enrolled in the Plan at a deferral rate of 3% of compensation unless the employee elects not to participate or chooses a different percentage to defer.

During the period from January 1, 2020 to July 27, 2020, the Plan Sponsor matched an amount equal to 60% of each participant's contributions up to 6% of the participant's eligible compensation. Effective July 27, 2020, the plan was amended to change the non-discretionary match to discretionary and all Plan Sponsor contributions were suspended. The discretionary matching contributions were reinstated effective January 1, 2021. For the year ended December 31, 2021, the Plan Sponsor matched an amount equal to 50% of each participant's contributions up to 6% of the participant's eligible compensation. The Plan also includes Company Stock, which allows the Company to direct a portion of its matching contributions to purchase shares of the Company's common stock. During the years ended December 31, 2021 and 2020, no match was allocated to the Company Stock. Plan Sponsor and participant contributions may not exceed the maximum amount allowable for federal income tax purposes.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(c) Participant accounts

Each participant's account is credited (charged) with the participant's contributions, allocations of Plan Sponsor contributions, investment earnings (losses) and administrative expenses. All participant and Plan Sponsor contributions are currently invested per participant direction. Previous Plan Sponsor contributions that were invested in Company common stock may be reallocated to other investment alternatives by all Plan participants at any time. Allocations are based on the participants' compensation or account balances as defined in the plan agreement. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account balance.

(d) Vesting

Participants are immediately vested in their elective salary deferral plus actual earnings (losses) thereon. Vesting in the Plan Sponsor's contributions are based on years of continuous service. Participants vest 33% each year and are fully vested after three years of credited service. A participant's vesting percentage increases to 100% if, while employed with the Company, the participant dies or becomes disabled. Certain participants whose account balances were merged into this Plan or terminated employment before May 1, 2000, and who still have funds in the Plan, may have different vesting schedules. See the plan agreement for these schedules.

Effective November 29, 2020, the Plan was amended to exclude one of the participating employers from participating in the Plan. Due to the significant reduction in the number of participants leaving the Plan, a partial plan termination occurred. The affected participants became fully vested in their account balances.

(e) Notes receivable from participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. The notes are secured by the balance in the participant's account and bear interest at rates ranging from 4.25% to 5.75%, which are commensurate with local prevailing rates as determined quarterly by the plan administrator. Principal and interest are paid ratably through payroll deductions.

(f) Payment of benefits

On termination of service due to retirement, death or disability (as defined in the Plan), a participant may elect to receive his/her entire account balance in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request. For termination of service due to other reasons or upon reaching age 59½, a participant will be entitled to receive only the vested interest in their account in a lump sum payment, installment payments over a specified period or time, or partial withdrawals upon request.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(g) Forfeited accounts

Forfeitures are created when participants terminate employment prior to becoming fully vested in the Plan Sponsor contribution portion of their accounts. Such forfeitures may be first used to pay Plan administrative expenses. Any remaining forfeitures may be used to reduce the Plan Sponsor's contributions to the Plan. At December 31, 2021 and 2020, forfeited nonvested accounts totaled \$52,954 and \$72,462, respectively. Approximately \$145,000 and \$160,000 of forfeited nonvested accounts were used to reduce the Plan Sponsor contributions during the years ended December 31, 2021 and 2020, respectively.

(h) Hardship withdrawals

The Plan permits distributions in the event of a hardship, as defined in the plan agreement. These distributions are taxable and subject to a tax penalty equal to 10% of the hardship distribution amount if the participant is younger than age 59½. Hardship withdrawals are limited to the participant's elective account balance.

(i) Administrative expenses

Certain expenses of maintaining the Plan are paid directly by the Plan Sponsor and are excluded from these financial statements. Investment related expenses are included in net appreciation in fair value of investments. Plan administration fees and transaction based fees are included in administrative expenses and charged directly to the participant's account.

(j) Plan changes

During 2020, the Plan implemented certain provisions allowed by the Coronavirus Aid, Relief, and Economic Security Act (the CARES Act) and the Setting Every Community Up for Retirement Enhancement Act of 2019 (the SECURE Act), which changed the Plan to, among others, allow certain eligible individuals to receive coronavirus-related distributions of up to \$100,000 and loans up to \$100,000 or 100% of a participants vested balance, allow loan repayments be deferred up to one year, suspend required minimum distributions, and delay the commencement date for required minimum distributions.

(k) Plan termination

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the plan agreement to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100% vested in their account balances.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(2) Summary of significant accounting policies

(a) Basis of accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

(b) Investment valuation and income recognition

Investments are stated at fair value as reported by Fidelity Management Trust Company ("Fidelity"). 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 4 for further 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. Dividend income is recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

(c) Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent notes receivable from participants are reclassified as distributions based upon the terms of the plan document.

(d) Payment of benefits

Benefits are recorded when paid.

(e) 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 net assets available for benefits and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(f) Events occurring after reporting date

The management of the Plan Sponsor has evaluated events and transactions that occurred between December 31, 2021 and October 13, 2022, which is the date that the financial statements were available to be issued, for possible recognition or disclosure in the financial statements.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(3) Certified information

Certain information related to investments reported and disclosed in the accompanying financial statements and supplemental schedule of assets (held at year end), including the fair value of investments and notes receivable from participants held at December 31, 2021 and 2020, and net appreciation in fair value of investments, interest and dividend income, and interest income on notes receivable from participants for the years ended December 31, 2021 and 2020, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by Fidelity.

(4) Fair value measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, *Fair Value Measurements*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described 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 and Level 3 are not applicable to the Plan.

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

The following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

- (i) *Money market fund and mutual funds:* Valued at the net asset value ("NAV") closing price reported on the last business day of the Plan year reported by the active market on which the security is traded.
- (ii) *Company stock:* Valued at the closing price reported on the active market on which the individual security is traded.

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's management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2021 and 2020:

Fair Value Measurements as of December 31, 2021 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 72,671	\$ -	\$ -	\$ 72,671
Mutual funds	124,013,988	-	-	124,013,988
Company stock	<u>3,026,246</u>	<u>-</u>	<u>-</u>	<u>3,026,246</u>
Total investments in the fair value hierarchy	<u>\$ 127,112,905</u>	<u>\$ -</u>	<u>\$ -</u>	127,112,905
Pooled separate account measured at NAV as a practical expedient (a)				<u>4,302,511</u>
Investments at fair value				<u>\$ 131,415,416</u>

Fair Value Measurements as of December 31, 2020 using the following inputs

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Money market fund	\$ 30,115	\$ -	\$ -	\$ 30,115
Mutual funds	130,359,875	-	-	130,359,875
Company stock	<u>2,491,436</u>	<u>-</u>	<u>-</u>	<u>2,491,436</u>
Total investments in the fair value hierarchy	<u>\$ 132,881,426</u>	<u>\$ -</u>	<u>\$ -</u>	132,881,426
Collective trust fund measured at NAV as a practical expedient (a)				<u>4,861,747</u>
Investments at fair value				<u>\$ 137,743,173</u>

- (a) The pooled separate account and collective trust fund are measured at NAV as practical expedients to estimate fair value and, therefore, have not been classified in the fair value hierarchy. The following table summarizes the investments measured at fair value based on NAV as a practical expedient as of December 31, 2021 and 2020. There are no participant redemption restrictions for these investments; the redemption notice period is applicable only to the Plan.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

<u>Description</u>	<u>Fair Value 12/31/2021</u>	<u>Fair Value 12/31/2020</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency (if currently eligible)</u>	<u>Redemption Notice Period</u>
Collective trust fund	\$ -	\$ 4,861,747	n/a	Daily	None
Pooled separate account	\$ 4,302,511	\$ -	n/a	Daily	12 months

The collective trust fund's investment objective was to provide defined contribution plan investors current income while maintaining stability of invested principal by investing primarily in a diversified portfolio of guaranteed investment contracts; wrapped fixed income contracts; separate account contracts; cash and cash equivalents; and other instruments that can be carried at book value.

(5) Income tax status

The Plan adopted a pre-approved profit sharing plan, which obtained a favorable opinion letter on June 30, 2020, in which the IRS stated that the pre-approved plan was in compliance with the applicable requirements of the IRC. The Plan is required to operate in conformity with the IRC to maintain its qualification. The pre-approved plan has been amended since receiving the opinion letter, and the Plan itself has not obtained a determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC.

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 IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2021 and 2020, there are 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.

(6) Untimely remittance of participant contributions

The Plan Sponsor is required by Department of Labor regulation to remit participant contributions as soon as practicable, but by no later than the fifteenth business day following the end of the month in which the amounts were withheld from wages. Certain contributions withheld during 2020 were not remitted timely.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(7) Related party transactions and party-in-interest transactions

Parties-in-interest are defined under Department of Labor ("DOL") regulations as any fiduciary of the Plan, any party rendering service to the Plan, the Plan Sponsor and certain others. The Plan held \$3,026,246 and \$2,491,436 of Company stock consisting of 114,380 and 127,179 shares at December 31, 2021 and 2020, respectively.

During the years ended December 31, 2021 and 2020, there were no dividends declared by the Company.

Certain Plan investments are shares of mutual funds and a money market fund managed by Fidelity and, therefore, these transactions qualify as party-in-interest transactions under ERISA. As described in Note 1, the Plan paid expenses to various service providers and holds notes receivable from participants which also qualify as party-in-interest transactions.

(8) Reconciliation of financial statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Net assets available for benefits per the financial statements	\$ 131,747,987	\$ 138,353,083
Plan Sponsor contributions receivable	(9,311)	-
Deemed notes receivable from participants	(19,809)	(17,212)
Adjustment from fair to contract value for the collective trust fund	-	187,785
Other	<u>-</u>	<u>1,822</u>
Net assets available for benefits per the Form 5500	<u>\$ 131,718,867</u>	<u>\$ 138,525,478</u>

The following is a reconciliation of the change in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2021 and 2020:

	<u>2021</u>	<u>2020</u>
Change in net assets available for benefits per the financial statements	\$ (6,605,096)	\$ 30,215,800
Change in Plan Sponsor contributions receivable	(9,311)	-
Change in deemed notes receivable from participants	(2,597)	(17,212)
Change in adjustment from fair to contract value for the collective trust fund	(187,785)	136,947
Change in other	<u>(1,822)</u>	<u>80</u>
Change in net assets available for benefits per the Form 5500	<u>\$ (6,806,611)</u>	<u>\$ 30,335,615</u>

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

Notes to the Financial Statements

December 31, 2021 and 2020

(9) Risks and uncertainties

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

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

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

December 31, 2021

(a)	(b)	(c) Description of investment, including maturity date, rate of interest, collateral, <u>par or maturity value</u>	(d) <u>Cost</u>	(e) <u>Current value</u>
	Money market fund -			
*	Fidelity	Fidelity Govt Money Market	**	\$ <u>72,671</u>
	Mutual funds:			
	American Funds	American Balanced Fund R6	**	6,244,819
	American Funds	Europacific Growth Fund	**	6,354,993
	American Century	Mid Cap Value Fund	**	3,041,622
	Carillon Eagle	Mid Cap Growth R6	**	4,117,207
*	Fidelity	Fidelity US Bond Index	**	899,413
*	Fidelity	Fidelity 500 Index	**	21,254,893
*	Fidelity	Fidelity Ext. Market Index	**	1,703,593
*	Fidelity	Fidelity Total Intl. Index	**	1,603,590
*	Fidelity	Freedom 2010 Fund	**	183,759
*	Fidelity	Freedom 2015 Fund	**	1,017,634
*	Fidelity	Freedom 2020 Fund	**	2,347,211
*	Fidelity	Freedom 2025 Fund	**	3,476,766
*	Fidelity	Freedom 2030 Fund	**	5,357,702
*	Fidelity	Freedom 2035 Fund	**	5,585,253
*	Fidelity	Freedom 2040 Fund	**	7,377,354
*	Fidelity	Freedom 2045 Fund	**	8,328,952
*	Fidelity	Freedom 2050 Fund	**	5,316,181
*	Fidelity	Freedom 2055 Fund	**	1,619,465
*	Fidelity	Freedom 2060 Fund	**	451,878
*	Fidelity	Freedom 2065 Fund	**	24,821
*	Fidelity	Freedom Income Fund	**	155,215
*	Fidelity	Fidelity Total Bond	**	4,985,583
	Loomis	Small Cap Value I Fund	**	3,692,150
	Mainstay	Large Cap Growth Fund	**	18,140,434
	MFS	Value Fund R6	**	6,882,971
	Principal	Small Cap Growth 1	**	851,660
	Vanguard	International Growth Fund	**	<u>2,998,869</u>
	Total mutual funds			<u>124,013,988</u>
	Pooled Separate Account-			
	New York Life Anchor Account	Anchor Stable Value Fund	**	<u>4,302,511</u>
	Company stock-			
*	Tivity Health, Inc.	Common stock 114,380 shares	**	<u>3,026,246</u>
*	Participant notes receivable	Interest rates ranging from 4.25% to 5.75%	-	<u>323,260</u>
	Total			<u>\$ 131,738,676</u>

* Represents a party-in-interest.

** Not required for participant directed plans.

The above data is based upon information which has been certified as complete and accurate by Fidelity Management Trust Company.

TIVITY HEALTH, INC. RETIREMENT SAVINGS PLAN

EIN 62-1117144, PLAN No. 001

Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Year ended December 31, 2021

Check Here If Late Participant Loan Payments Are Included	Participant Contributions Transferred Late to the Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
		Contributions not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
	\$ 4,223	\$ -	\$ 4,223	\$ -	\$ -