

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 multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report ☐ the final return/report ☒ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here.	▶ ☒
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
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>OPTA GROUP LLC 401(K) PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%; padding: 2px;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; padding: 2px; text-align: center;"><u>004</u></td> </tr> <tr> <td colspan="2" style="padding: 2px;">1c Effective date of plan <u>10/01/1986</u></td> </tr> <tr> <td colspan="2" style="padding: 2px;">2b Employer Identification Number (EIN) <u>82-2687965</u></td> </tr> <tr> <td colspan="2" style="padding: 2px;">2c Plan Sponsor's telephone number <u>716-446-8977</u></td> </tr> <tr> <td colspan="2" style="padding: 2px;">2d Business code (see instructions) <u>331400</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>004</u>	1c Effective date of plan <u>10/01/1986</u>		2b Employer Identification Number (EIN) <u>82-2687965</u>		2c Plan Sponsor's telephone number <u>716-446-8977</u>		2d Business code (see instructions) <u>331400</u>	
1b Three-digit plan number (PN) ▶	<u>004</u>										
1c Effective date of plan <u>10/01/1986</u>											
2b Employer Identification Number (EIN) <u>82-2687965</u>											
2c Plan Sponsor's telephone number <u>716-446-8977</u>											
2d Business code (see instructions) <u>331400</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>OPTA GROUP LLC.</u> <u>BUILDING 210 14TH STREET</u> <u>NEW KENSINGTON, PA 15068</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.	10/27/2022	TONYA DOUGLAS
	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
	Signature of DFE	Date	Enter name of individual signing as DFE

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

3a Plan administrator's name and address ☐ Same as Plan Sponsor FIDELITY MANAGEMENT TRUST COMPANY TONYA DOUGLAS ONE DESTINY WAY WESTLAKE, TX 76262		3b Administrator's EIN 04-3532603
		3c Administrator's telephone number 859-386-4199
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 OPTA (USA) INC. c Plan Name OPTA (USA) INC. 401(K) PLAN		4b EIN 60-1454043 4d PN 004
5 Total number of participants at the beginning of the plan year		5 109
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) 80
a(2) Total number of active participants at the end of the plan year		6a(2) 223
b Retired or separated participants receiving benefits.....		6b 2
c Other retired or separated participants entitled to future benefits		6c 76
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 301
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 301
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g 270
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2F 2G 2J 2K 2S 2T 3B 3D 2E 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</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 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 OPTA GROUP LLC 401(K) PLAN	B Three-digit plan number (PN) ▶	004
C Plan sponsor's name as shown on line 2a of Form 5500 OPTA GROUP LLC.	D Employer Identification Number (EIN) 82-2687965	

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 WORKPLACE SERVICES LLC
04-3532603

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

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

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

FIDELITY WORKPLACE SERVICES LLC

04-3532603

(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?
14 24 28 37 64 65	PLAN ADMINISTRATOR	26427	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

COMMONWEALTH FINANCIAL NETWORK

04-2675571

(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	26250	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(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
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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
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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 <u>01/01/2021</u> and ending <u>12/31/2021</u>		
A Name of plan <u>OPTA GROUP LLC 401(K) PLAN</u>	B Three-digit plan number (PN) ►	<u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>OPTA GROUP LLC.</u>	D Employer Identification Number (EIN) <u>82-2687965</u>	

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	13003665	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions.....	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	339943
(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)	0	223842
(9) Value of interest in common/collective trusts.....	1c(9)	0	3257826
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts.....	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	0	23882332
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other.....	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)	0	0
(2) Employer real property.....	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	13003665	27703943

Liabilities

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

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	13003665	27703943
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	689843	
(B) Participants	2a(1)(B)	1030794	
(C) Others (including rollovers).....	2a(1)(C)	13991	
(2) Noncash contributions.....	2a(2)	0	1734628
(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)	-334	
(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)	6086	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		5752
(2) Dividends: (A) Preferred stock.....	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	1552804	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1552804
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		71687
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1397460
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		4762331
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	1598199	
(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)		1598199
f Corrective distributions (see instructions).....	2f		298
g Certain deemed distributions of participant loans (see instructions).....	2g		0
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)	3054	
(4) Other.....	2i(4)	52677	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		55731
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1654228
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		3108103
l Transfers of assets:			
(1) To this plan.....	2l(1)		11592175
(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: DOPKINS & COMPANY, LLP

(2) EIN: 16-0929175

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		3523

	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		1000000
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.)	X		
4m	X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		
4n	X		
5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☒ No If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.			
5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)			
5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)	
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 <u>OPTA GROUP LLC 401(K) PLAN</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>OPTA GROUP LLC.</u>	D Employer Identification Number (EIN) <u>82-2687965</u>

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

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

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

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

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

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

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

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 _____

OPTA GROUP LLC 401(k) PLAN

Financial Statements and Supplemental Schedules With Independent Auditor's Report

December 31, 2021 and 2020

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INDEPENDENT AUDITOR'S REPORT

To the Pension Committee
Opta Group LLC 401(k) Plan

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

We have performed an audit of the financial statements of Opta Group LLC 401(k) Plan (the 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 on a modified cash basis as of December 31, 2021, and the related statement of changes in net assets available for benefits on a modified cash basis 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section:

- 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 modified cash basis of accounting as described in Note 2.
- 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. 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.

Emphasis of Matter—Basis of Accounting

We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Emphasis of Matter—Plan Merger

As discussed in Note 1 to the financial statements, effective January 1, 2021, the Opta Minerals (USA) Inc. 401(k) Plan and the Affival, Inc. 401(k) Plan were merged into the Plan. All assets from these plans were transferred to the control of the Plan on January 1, 2021. Our opinion has not been modified with respect to this matter.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with modified cash basis of accounting as described in Note 2 and for determining that the modified cash basis of accounting is an acceptable basis for the presentation of the financial statements in the circumstances. Management is also responsible 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 Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or 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.

Auditor's 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 of the 2021 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 a 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 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 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 the modified cash basis of accounting.

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

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 Matters

2021 Supplemental Schedules Required by ERISA

The supplemental schedules, (1) Schedule H, Line 4a – Schedule of delinquent participant contributions (modified cash basis) for the year ended December 31, 2021 and (2) Schedule H, Line 4i – Schedule of assets (held at end of year) (modified cash basis) at December 31, 2021, are presented for purposes of additional analysis and are not a required part of the 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 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 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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).

Auditor's Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for 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 12, 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 certified information, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.



CERTIFIED PUBLIC ACCOUNTANTS

October 4, 2022

OPTA GROUP LLC 401(k) PLAN

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
December 31, 2021 and 2020**

ASSETS	2021	2020
Cash, non-interest bearing	\$ -	\$ 13,003,665
Investments, at fair value:		
Mutual funds	23,882,332	-
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>27,480,101</u>	<u>-</u>
Notes receivable from participants	223,842	-
	<u>27,703,943</u>	<u>-</u>
Net assets available for benefits	\$ 27,703,943	\$ 13,003,665

OPTA GROUP LLC 401(k) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS (MODIFIED CASH BASIS)

Years Ended December 31, 2021 and 2020

	2021	2020
Additions:		
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ 871,612
Interest and dividends	1,624,045	281,048
	<u>3,021,617</u>	<u>1,152,660</u>
Interest income on notes receivable from participants	<u>6,086</u>	<u>-</u>
Contributions:		
Employer	689,843	335,765
Participants	1,030,794	528,142
Rollovers	13,991	-
	<u>1,734,628</u>	<u>863,907</u>
Total additions	<u>4,762,331</u>	<u>2,016,567</u>
Deductions:		
Deductions from net assets attributed to:		
Benefits paid to participants	1,598,497	6,132,250
Administrative expenses	55,731	87,191
Total deductions	<u>1,654,228</u>	<u>6,219,441</u>
Net increase (decrease) in net assets available for benefits	3,108,103	(4,202,874)
Net assets available for benefits:		
Beginning of year	13,003,665	17,206,539
Transfers from other qualified plans (Note 1)	<u>11,592,175</u>	<u>-</u>
End of year	<u>\$ 27,703,943</u>	<u>\$ 13,003,665</u>

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description

The following description of Opta Group LLC 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan sponsored by Opta Group LLC (the Company) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Pension Committee is responsible for oversight of the Plan and determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Effective January 1, 2021, all of the assets and liabilities of the Opta Minerals (USA) Inc. 401(k) Plan (Opta Minerals Plan) and the Affival, Inc. 401(k) Plan (Affival Plan), whose sponsors are wholly-owned subsidiaries of the Company, were merged into the Plan. The account balances of all participants of the Opta Minerals Plan and the Affival Plan, totaling \$6,495,171 and \$5,097,004, respectively, were transferred to the Plan.

Effective January 1, 2021, concurrent with the mergers, the Plan Sponsor changed from Opta (USA) Inc. to Opta Group LLC, the Plan changed its name to Opta Group LLC 401(k) Plan from Opta (USA) Inc. 401(k) Plan and the Plan amended certain Plan provisions as described below.

Eligibility:

Effective January 1, 2021, employees of the Company and certain related subsidiaries, except for nonresident aliens and certain employees covered by a collective bargaining agreement, are eligible to participate in the Plan on the first day of the month following three months of employment service and once they reach the age of 18.

Prior to January 1, 2021, employees of Opta (USA) Inc., except for nonresident aliens and employees covered by a collective bargaining agreement which does not expressly provide for participation in the Plan, were eligible to participate in the Plan on the first day of the quarter following three months of employment service.

Contributions:

Participants may contribute up to a maximum of 90% of pretax annual compensation (100% for the year ended December 31, 2020), as defined. Participants who are fifty years and older are eligible to make catch-up contributions. The Plan also includes a Roth feature whereby participants are able to pay taxes on qualifying contributions when made. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Effective January 1, 2021, upon becoming eligible to participate in the Plan, employees are automatically enrolled with a 6% deferral rate unless they opt to contribute another percentage. Participants are free to modify these deferral terms at their discretion. Automatically enrolled participants have their contributions invested in a target-date fund, based on their date of birth, until changed by the participant.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Contributions (continued):

Prior to January 1, 2021, upon becoming eligible to participate in the Plan, employees were automatically enrolled with a 5% deferral rate increased by 1% at the beginning of each Plan year up to a maximum of 10% unless they opted to contribute another percentage.

Effective January 1, 2021, the Company matches 100% of a participant's elected deferrals, not to exceed 6% of the participant's eligible compensation. The Company may also make additional matching and nonelective contributions at its discretion. There were no additional matching or nonelective contributions made by the Company for the year ended December 31, 2021.

Prior to January 1, 2021, the Company matched 75% of a participant's elected deferrals, not to exceed 10% of the participant's eligible compensation.

Contributions are subject to certain limitations of the Internal Revenue Code (the Code). Participants direct the investment of contributions into various investment options offered by the Plan.

Participant accounts:

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution and Plan earnings, and charged with withdrawals and an allocation of administrative expenses, as applicable. Allocations are based on participant earnings or account balances or specific participant transactions, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting:

Participants are vested immediately in all participant and Company contributions plus actual earnings thereon.

Payment of benefits:

Effective January 1, 2021, on termination of service due to death, disability, retirement, or separation from employment, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or a partial amount as elected. Distributions are also permitted in the event of financial hardship, as defined by the Plan, and for participants who have attained age 59½. If a participant's account balance is less than \$1,000 at the time of termination, the account balance is paid out upon termination.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Payment of benefits (continued):

Prior to January 1, 2021, a participant could elect to receive a lump-sum payment up to the value of the participant's vested interest in his or her account upon termination of service due to death, disability, or retirement, or upon reaching age 59½. For termination of service for other reasons, a participant could receive the value of the vested interest in his or her account as a lump-sum payment or leave his or her account balance with the Plan until age 65 if his or her account balance exceeded \$5,000 at the time of termination. If his or her account balance was less than \$5,000 at the time of termination, the account balance was to be paid out upon termination. Participants could receive benefits in installment payments on required minimum distributions.

Notes receivable from participants:

Effective January 1, 2021, participants may borrow from their account a minimum of \$1,000 up to a maximum loan equal to the lesser of \$50,000, reduced by the participant's highest outstanding loan balance in the prior twelve-month period, or 50% of their vested account. A participant may not have more than one loan outstanding at any given time. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator. Loans must be repaid in at least quarterly installments over a maximum term of 5 years for personal loans and 10 years for the purchase of a participant's primary residence. Principal and interest are paid ratably through payroll deductions. Prior to January 1, 2021, the Plan did not allow participant loans.

Administrative expenses:

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the origination and maintenance of notes receivable from participants and benefits processing are charged directly to the participant's account and are included in administrative expenses. The Plan also pays for certain other recordkeeping, investment advisory and custodial fees. Investment expenses related to fund management are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan.

Note 2. Significant Accounting Policies

Basis of accounting:

The accounts of the Plan are maintained on the modified cash basis of accounting, which differs from the accrual basis of accounting under accounting principles generally accepted in the United States of America. The modified cash basis of accounting recognizes certain additions and the related assets when received rather than when earned and recognizes certain deductions when paid rather than when the obligation is incurred.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (Continued)

Investment valuation and income recognition:

Investments are reported at fair value. Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The Pension Committee determines the Plan's valuation policies for 2021 utilizing information provided by the Plan's current trustee, Fidelity Management Trust Company (FMTTC), and for 2020 utilizing information provided by the Plan's former custodians, Nationwide Trust Company, FSB a division of Nationwide Bank (Nationwide Trust Company) and Nationwide Life Insurance Company. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest and dividend income is recorded when received. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Notes receivable from participants:

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2021. Delinquent participant loans are recorded as distributions on the basis of the terms of the Plan document.

Payment of benefits:

Benefits are recorded when paid.

Use of estimates:

The preparation of financial statements in conformity with the modified cash basis of accounting requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes in net assets available for benefits, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 3. Information Certified

The following is a summary of the Plan's asset information, included throughout the Plan's financial statements and ERISA-required supplemental schedules, obtained by management and agreed to or derived from information certified by FMTC as of and for year ended December 31, 2021, and Nationwide Trust Company or Nationwide Life Insurance Company as of and for the year ended December 31, 2020. The Plan Administrator has obtained certifications from the current trustee and former custodians that information provided to the Plan Administrator by the current trustee and former custodians related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and ERISA-required supplemental schedules related to the following assets:

	2021	2020
Certified by FMTC:		
Investments at fair value:		
Mutual funds	\$ 23,882,332	\$ -
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>\$ 27,480,101</u>	<u>\$ -</u>
Notes receivable from participants	\$ 223,842	\$ -

FMTC, Nationwide Trust Company and Nationwide Life Insurance Company have also certified to the completeness and accuracy of the following financial information related to the aforementioned assets for the years ended December 31, 2021 and 2020:

	2021	2020
Certified by FMTC:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ -
Interest and dividends	1,624,045	-
Interest income on notes receivable from participants	6,086	-
	<u>3,027,703</u>	<u>-</u>
Certified by Nationwide Trust Company:		
Net appreciation in fair value of investments	-	871,612
Dividends	-	212,452
	<u>-</u>	<u>1,084,064</u>
Certified by Nationwide Life Insurance Company:		
Interest	-	68,596
	<u>\$ 3,027,703</u>	<u>\$ 1,152,660</u>

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements

The Fair Value Measurement and Disclosures Topic of the Financial Accounting Standards Board Accounting Standards Codification establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority level 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). Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy are described as follows:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

Mutual funds: Mutual funds, except for the money market mutual fund, are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. The funds held by the Plan are deemed to be actively traded (Level 1).

Money market mutual fund: Valued at the daily closing price as reported by the fund. The money market mutual fund held by the Plan is an open-end mutual fund registered with the SEC that generally transacts at a stable \$1.00 unit price representing its estimated fair value. On a daily basis the fund's unit price is determined by the fund based on the amortized cost of the fund's underlying investments (Level 2).

Collective trust fund: Valued at the NAV of units of a collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is primarily based on the fair value of the underlying investments held by the fund less its liabilities. The practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (Continued)

The Plan's investment in the collective trust fund has a daily redemption frequency, no redemption notice requirement and has no unfunded commitments at December 31, 2021.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2021. The classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 23,882,332	\$ -	\$ -	\$ 23,882,332
Money market mutual fund	-	339,943	-	339,943
	<u>\$ 23,882,332</u>	<u>\$ 339,943</u>	<u>\$ -</u>	<u>24,222,275</u>
Collective trust fund measured at NAV ^(a)				<u>3,257,826</u>
				<u>\$ 27,480,101</u>

(a) In accordance with the Financial Accounting Standards Board Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

Note 5. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 6. Tax Status

The Plan adopted a volume submitter plan sponsored by Fidelity Management & Research Company. The volume submitter plan has received an opinion letter from the Internal Revenue Service (IRS) as to the volume submitter plan's qualified status dated March 31, 2014. The volume submitter plan opinion letter has been relied upon by this Plan. Prior to January 1, 2021, the Plan was established pursuant to a non-standardized form of a prototype plan sponsored by The Pension Service, Inc., which had received an opinion letter from the IRS as to the prototype plan's qualified status dated March 31, 2014. The Plan has been amended since receiving the opinion letters, however, the Plan Administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 6. Tax Status (Continued)

The modified cash basis of accounting requires Plan management to evaluate tax positions taken by the Plan and disclose a tax liability 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 disclosure of a liability 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. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2018.

Note 7. Party-In-Interest Transactions

A party-in-interest is defined under the Department of Labor's regulations as any fiduciary of the Plan, any party rendering services to the Plan, the employer, certain participants, and others. The Plan allows participants to take loans from their accounts in the Plan. Certain notes receivable from participants and income thereon qualify as party-in-interest transactions.

Effective January 1, 2021, certain investments are shares of mutual funds managed by Fidelity Investments Institutional Operations Company, LLC (FIIOC), an affiliate of FMTC. FMTC is the trustee as defined by the Plan and, therefore, transactions within these investment funds qualify as party-interest-transactions. Fees incurred for investment services from FIIOC are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan. Additionally, Fidelity Workplace Services, LLC (FWS) serves as the Plan's recordkeeper. FWS is also an affiliate of FMTC and, therefore, transactions with FWS also qualify as party-in-interest transactions. Fees paid by the Plan to FWS for loan origination and maintenance, benefit processing, and other recordkeeping services amounted to \$26,427 for the year ended December 31, 2021.

Effective January 1, 2021, Strategic Advisors, Inc. (Strategic Advisors) provides investment advisory services to the Plan and, therefore, transactions with Strategic Advisors qualify as party-in-interest transactions. Fees paid by the Plan to Strategic Advisors amounted to \$3,054 for the year ended December 31, 2021.

Commonwealth Financial Network (Commonwealth) serves as the Plan's investment broker and, therefore, transactions with Commonwealth qualify as party-in-interest transactions. Fees paid by the Plan to Commonwealth amounted to \$26,250 and \$54,404 for the years ended December 31, 2021 and 2020, respectively.

Prior to January 1, 2021, certain investments were managed by Nationwide Trust Company and Nationwide Life Insurance Company. Nationwide Trust Company and Nationwide Life Insurance Company (collectively herein, Nationwide) were the custodians as defined by the Plan as of and for the year ended December 31, 2020 and, therefore, transactions with Nationwide qualified as party-in-interest transactions. Fees paid by the Plan to Nationwide amounted to \$18,109 for the year ended December 31, 2020. PTS Asset Management (registered investment advisor) and The Pension Service, Inc (provided certain recordkeeping services) were other service providers used by the Plan. Transactions with these service providers qualified as party-in-interest transactions and amounted to \$14,678 for the year ended December 31, 2020.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 8. Risks and Uncertainties

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

Note 9. Subsequent Events

Subsequent events have been evaluated through October 4, 2022, which is the date the financial statements were available to be issued.

Effective September 1, 2022, two other plans, the Metcan USA Retirement Plan (Metcan Plan) and SKW Quab Chemicals Inc 401(k) Profit Sharing Plan and Trust (SKW Quab Plan), whose sponsors are related to the Company, were merged into the Plan. On September 1, 2022, the participants of the Metcan Plan and the SKW Quab Plan became eligible to participate in the Plan and all of their account balances totaling approximately \$2,400,000 were transferred to the Plan.

* * * * *

SUPPLEMENTAL SCHEDULES

OPTA GROUP LLC, 401(k) PLAN

SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

(MODIFIED CASH BASIS)

Year Ended December 31, 2021

EIN: 82-2687965

PLAN NUMBER: 004

Participant Contributions Transferred Late to the Plan		Total That Constitute Nonexempt Prohibited Transactions					
Amount Withheld	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected		Contributions Corrected Outside Voluntary Fiduciary Correction Program		Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
\$ 3,523	X	\$ -	\$	3,523	\$	-	\$ -

OPTA GROUP LLC, 401(k) PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
(MODIFIED CASH BASIS)
December 31, 2021

EIN: 82-2687965

PLAN NUMBER: 004

(a) or similar party	(b) Identity of issue, borrower, lessor, interest, collateral par or maturity value	(c) Description of investments, including rate of	(e) Current value
Mutual funds :			
	The Vanguard Group, Inc.	Vanguard Equity Income Fund - 33,870 shares	\$ 3,123,532
	American Funds	American Funds American Balanced Class R6 Fund - 65,556 shares	2,194,802
	The Vanguard Group, Inc.	Vanguard US Growth Fund - 10,214 shares	1,720,587
	The Vanguard Group, Inc.	Vanguard LifeStrategy Conservative Growth Fund - 67,306 shares	1,552,745
	The Vanguard Group, Inc.	Vanguard Target Retirement 2045 Fund - 43,521 shares	1,235,119
	The Vanguard Group, Inc.	Vanguard Total Stock Market Index Fund - 9,058 shares	1,064,858
	The Vanguard Group, Inc.	Vanguard Target Retirement 2025 Fund - 47,557 shares	967,307
	The Vanguard Group, Inc.	Vanguard Target Retirement 2035 Fund - 40,425 shares	963,742
	The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Fund - 19,345 shares	907,291
*	Fidelity Investments	Fidelity International Index Fund - 15,708 shares	774,230
	The Vanguard Group, Inc.	Vanguard Mid-Cap Value Index Fund - 9,735 shares	757,809
	The Vanguard Group, Inc.	Vanguard Mid-Cap Index Fund - 2,099 shares	662,129
	The Vanguard Group, Inc.	Vanguard Real Estate Index Fund - 3,682 shares	604,896
	iShares	iShares U.S. Aggregate Index Fund Class K - 57,221 shares	600,249
	The Vanguard Group, Inc.	Vanguard High-Yield Corporate Fund - 92,857 shares	552,497
	The Vanguard Group, Inc.	Vanguard Small-Cap Index Fund - 5,054 shares	547,748
	The Vanguard Group, Inc.	Vanguard Small-Cap Growth Index Fund - 5,054 shares	500,435
	JP Morgan	JPMorgan Emerging Markets Equity Class R6 Fund - 12,757 shares	485,136
	The Vanguard Group, Inc.	Vanguard Short-Term Corporate Bond Index Fund - 20,770 shares	459,643
	The Vanguard Group, Inc.	Vanguard Small-Cap Life Index Fund - 5,883 shares	451,869
	Dimensional Fund Advisors	DFA Intermediate Government Fixed Income Portfolio Institutional Class Fund - 33,654 shares	426,401
	The Vanguard Group, Inc.	Vanguard International Growth Fund - 2,917 shares	406,355
*	Fidelity Investments	Fidelity Multi-Asset Index Fund - 6,047 shares	370,462
	The Vanguard Group, Inc.	Vanguard LifeStrategy Income Fund - 19,602 shares	332,448
	American Funds	American Funds New Perspective Fund Class R6 - 4,398 shares	292,214
	The Vanguard Group, Inc.	Vanguard International Value Fund - 6,303 shares	262,088
	Bank of New York Mellon	BNY Mellon Small/Mid Cap Growth Fund Class Y - 7,103 shares	244,559
	American Funds	American Funds Small Cap World Fund Class R6 - 2,640 shares	219,209
	The Vanguard Group, Inc.	Vanguard Target Retirement 2055 Fund - 4,080 shares	213,080
	The Vanguard Group, Inc.	Vanguard Information Technology Index Fund - 891 shares	208,848
	The Vanguard Group, Inc.	Vanguard 500 Index Fund - 452 shares	198,910
	The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Fund - 3,688 shares	177,155
	The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Fund - 4,044 shares	125,446
	The Vanguard Group, Inc.	Vanguard Total International Bond Index Fund - 5,008 shares	110,477
	The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Fund - 2,458 shares	103,303
	The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Fund - 1,074 shares	41,250
	The Vanguard Group, Inc.	Vanguard Target Retirement 2065 Fund - 748 shares	23,503
			23,882,332
Money market mutual fund:			
	The Vanguard Group, Inc.	Vanguard Federal Money Market Fund - 339,943 shares	339,943
Collective trust fund:			
	Putnam Investments	Putnam Stable Value Fund - 3,257,826 shares	3,257,826
Notes receivable from participants:			
*	Participants	Loans with varying maturities, bearing interest between 4.25% and 6.50%	223,842
			<u>\$ 27,703,943</u>

* Party named is a party-in-interest.

OPTA GROUP LLC 401(k) PLAN

Financial Statements and Supplemental Schedules With Independent Auditor's Report

December 31, 2021 and 2020

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INDEPENDENT AUDITOR'S REPORT

To the Pension Committee
Opta Group LLC 401(k) Plan

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

We have performed an audit of the financial statements of Opta Group LLC 401(k) Plan (the 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 on a modified cash basis as of December 31, 2021, and the related statement of changes in net assets available for benefits on a modified cash basis 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section:

- 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 modified cash basis of accounting as described in Note 2.
- 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. 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.

Emphasis of Matter—Basis of Accounting

We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Emphasis of Matter—Plan Merger

As discussed in Note 1 to the financial statements, effective January 1, 2021, the Opta Minerals (USA) Inc. 401(k) Plan and the Affival, Inc. 401(k) Plan were merged into the Plan. All assets from these plans were transferred to the control of the Plan on January 1, 2021. Our opinion has not been modified with respect to this matter.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with modified cash basis of accounting as described in Note 2 and for determining that the modified cash basis of accounting is an acceptable basis for the presentation of the financial statements in the circumstances. Management is also responsible 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 Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or 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.

Auditor's 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 of the 2021 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 a 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 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 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 the modified cash basis of accounting.

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

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 Matters

2021 Supplemental Schedules Required by ERISA

The supplemental schedules, (1) Schedule H, Line 4a – Schedule of delinquent participant contributions (modified cash basis) for the year ended December 31, 2021 and (2) Schedule H, Line 4i – Schedule of assets (held at end of year) (modified cash basis) at December 31, 2021, are presented for purposes of additional analysis and are not a required part of the 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 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 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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).

Auditor's Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for 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 12, 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 certified information, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.



CERTIFIED PUBLIC ACCOUNTANTS

October 4, 2022

OPTA GROUP LLC 401(k) PLAN

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
December 31, 2021 and 2020**

ASSETS	2021	2020
Cash, non-interest bearing	\$ -	\$ 13,003,665
Investments, at fair value:		
Mutual funds	23,882,332	-
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>27,480,101</u>	<u>-</u>
Notes receivable from participants	223,842	-
	<u>27,703,943</u>	<u>-</u>
Net assets available for benefits	\$ 27,703,943	\$ 13,003,665

OPTA GROUP LLC 401(k) PLAN

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)**

Years Ended December 31, 2021 and 2020

	2021	2020
Additions:		
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ 871,612
Interest and dividends	1,624,045	281,048
	<u>3,021,617</u>	<u>1,152,660</u>
Interest income on notes receivable from participants	<u>6,086</u>	<u>-</u>
Contributions:		
Employer	689,843	335,765
Participants	1,030,794	528,142
Rollovers	13,991	-
	<u>1,734,628</u>	<u>863,907</u>
Total additions	<u>4,762,331</u>	<u>2,016,567</u>
Deductions:		
Deductions from net assets attributed to:		
Benefits paid to participants	1,598,497	6,132,250
Administrative expenses	55,731	87,191
Total deductions	<u>1,654,228</u>	<u>6,219,441</u>
Net increase (decrease) in net assets available for benefits	3,108,103	(4,202,874)
Net assets available for benefits:		
Beginning of year	13,003,665	17,206,539
Transfers from other qualified plans (Note 1)	<u>11,592,175</u>	<u>-</u>
End of year	<u>\$ 27,703,943</u>	<u>\$ 13,003,665</u>

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description

The following description of Opta Group LLC 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan sponsored by Opta Group LLC (the Company) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Pension Committee is responsible for oversight of the Plan and determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Effective January 1, 2021, all of the assets and liabilities of the Opta Minerals (USA) Inc. 401(k) Plan (Opta Minerals Plan) and the Affival, Inc. 401(k) Plan (Affival Plan), whose sponsors are wholly-owned subsidiaries of the Company, were merged into the Plan. The account balances of all participants of the Opta Minerals Plan and the Affival Plan, totaling \$6,495,171 and \$5,097,004, respectively, were transferred to the Plan.

Effective January 1, 2021, concurrent with the mergers, the Plan Sponsor changed from Opta (USA) Inc. to Opta Group LLC, the Plan changed its name to Opta Group LLC 401(k) Plan from Opta (USA) Inc. 401(k) Plan and the Plan amended certain Plan provisions as described below.

Eligibility:

Effective January 1, 2021, employees of the Company and certain related subsidiaries, except for nonresident aliens and certain employees covered by a collective bargaining agreement, are eligible to participate in the Plan on the first day of the month following three months of employment service and once they reach the age of 18.

Prior to January 1, 2021, employees of Opta (USA) Inc., except for nonresident aliens and employees covered by a collective bargaining agreement which does not expressly provide for participation in the Plan, were eligible to participate in the Plan on the first day of the quarter following three months of employment service.

Contributions:

Participants may contribute up to a maximum of 90% of pretax annual compensation (100% for the year ended December 31, 2020), as defined. Participants who are fifty years and older are eligible to make catch-up contributions. The Plan also includes a Roth feature whereby participants are able to pay taxes on qualifying contributions when made. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Effective January 1, 2021, upon becoming eligible to participate in the Plan, employees are automatically enrolled with a 6% deferral rate unless they opt to contribute another percentage. Participants are free to modify these deferral terms at their discretion. Automatically enrolled participants have their contributions invested in a target-date fund, based on their date of birth, until changed by the participant.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Contributions (continued):

Prior to January 1, 2021, upon becoming eligible to participate in the Plan, employees were automatically enrolled with a 5% deferral rate increased by 1% at the beginning of each Plan year up to a maximum of 10% unless they opted to contribute another percentage.

Effective January 1, 2021, the Company matches 100% of a participant's elected deferrals, not to exceed 6% of the participant's eligible compensation. The Company may also make additional matching and nonelective contributions at its discretion. There were no additional matching or nonelective contributions made by the Company for the year ended December 31, 2021.

Prior to January 1, 2021, the Company matched 75% of a participant's elected deferrals, not to exceed 10% of the participant's eligible compensation.

Contributions are subject to certain limitations of the Internal Revenue Code (the Code). Participants direct the investment of contributions into various investment options offered by the Plan.

Participant accounts:

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution and Plan earnings, and charged with withdrawals and an allocation of administrative expenses, as applicable. Allocations are based on participant earnings or account balances or specific participant transactions, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting:

Participants are vested immediately in all participant and Company contributions plus actual earnings thereon.

Payment of benefits:

Effective January 1, 2021, on termination of service due to death, disability, retirement, or separation from employment, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or a partial amount as elected. Distributions are also permitted in the event of financial hardship, as defined by the Plan, and for participants who have attained age 59½. If a participant's account balance is less than \$1,000 at the time of termination, the account balance is paid out upon termination.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Payment of benefits (continued):

Prior to January 1, 2021, a participant could elect to receive a lump-sum payment up to the value of the participant's vested interest in his or her account upon termination of service due to death, disability, or retirement, or upon reaching age 59½. For termination of service for other reasons, a participant could receive the value of the vested interest in his or her account as a lump-sum payment or leave his or her account balance with the Plan until age 65 if his or her account balance exceeded \$5,000 at the time of termination. If his or her account balance was less than \$5,000 at the time of termination, the account balance was to be paid out upon termination. Participants could receive benefits in installment payments on required minimum distributions.

Notes receivable from participants:

Effective January 1, 2021, participants may borrow from their account a minimum of \$1,000 up to a maximum loan equal to the lesser of \$50,000, reduced by the participant's highest outstanding loan balance in the prior twelve-month period, or 50% of their vested account. A participant may not have more than one loan outstanding at any given time. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator. Loans must be repaid in at least quarterly installments over a maximum term of 5 years for personal loans and 10 years for the purchase of a participant's primary residence. Principal and interest are paid ratably through payroll deductions. Prior to January 1, 2021, the Plan did not allow participant loans.

Administrative expenses:

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the origination and maintenance of notes receivable from participants and benefits processing are charged directly to the participant's account and are included in administrative expenses. The Plan also pays for certain other recordkeeping, investment advisory and custodial fees. Investment expenses related to fund management are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan.

Note 2. Significant Accounting Policies

Basis of accounting:

The accounts of the Plan are maintained on the modified cash basis of accounting, which differs from the accrual basis of accounting under accounting principles generally accepted in the United States of America. The modified cash basis of accounting recognizes certain additions and the related assets when received rather than when earned and recognizes certain deductions when paid rather than when the obligation is incurred.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (Continued)

Investment valuation and income recognition:

Investments are reported at fair value. Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The Pension Committee determines the Plan's valuation policies for 2021 utilizing information provided by the Plan's current trustee, Fidelity Management Trust Company (FMTTC), and for 2020 utilizing information provided by the Plan's former custodians, Nationwide Trust Company, FSB a division of Nationwide Bank (Nationwide Trust Company) and Nationwide Life Insurance Company. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest and dividend income is recorded when received. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Notes receivable from participants:

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2021. Delinquent participant loans are recorded as distributions on the basis of the terms of the Plan document.

Payment of benefits:

Benefits are recorded when paid.

Use of estimates:

The preparation of financial statements in conformity with the modified cash basis of accounting requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes in net assets available for benefits, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

OPTA GROUP LLC 401(k) PLAN**NOTES TO FINANCIAL STATEMENTS****Note 3. Information Certified**

The following is a summary of the Plan's asset information, included throughout the Plan's financial statements and ERISA-required supplemental schedules, obtained by management and agreed to or derived from information certified by FMTC as of and for year ended December 31, 2021, and Nationwide Trust Company or Nationwide Life Insurance Company as of and for the year ended December 31, 2020. The Plan Administrator has obtained certifications from the current trustee and former custodians that information provided to the Plan Administrator by the current trustee and former custodians related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and ERISA-required supplemental schedules related to the following assets:

	2021	2020
Certified by FMTC:		
Investments at fair value:		
Mutual funds	\$ 23,882,332	\$ -
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>\$ 27,480,101</u>	<u>\$ -</u>
Notes receivable from participants	\$ 223,842	\$ -

FMTC, Nationwide Trust Company and Nationwide Life Insurance Company have also certified to the completeness and accuracy of the following financial information related to the aforementioned assets for the years ended December 31, 2021 and 2020:

	2021	2020
Certified by FMTC:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ -
Interest and dividends	1,624,045	-
Interest income on notes receivable from participants	6,086	-
	<u>3,027,703</u>	<u>-</u>
Certified by Nationwide Trust Company:		
Net appreciation in fair value of investments	-	871,612
Dividends	-	212,452
	<u>-</u>	<u>1,084,064</u>
Certified by Nationwide Life Insurance Company:		
Interest	-	68,596
	<u>\$ 3,027,703</u>	<u>\$ 1,152,660</u>

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements

The Fair Value Measurement and Disclosures Topic of the Financial Accounting Standards Board Accounting Standards Codification establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority level 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). Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy are described as follows:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

Mutual funds: Mutual funds, except for the money market mutual fund, are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. The funds held by the Plan are deemed to be actively traded (Level 1).

Money market mutual fund: Valued at the daily closing price as reported by the fund. The money market mutual fund held by the Plan is an open-end mutual fund registered with the SEC that generally transacts at a stable \$1.00 unit price representing its estimated fair value. On a daily basis the fund's unit price is determined by the fund based on the amortized cost of the fund's underlying investments (Level 2).

Collective trust fund: Valued at the NAV of units of a collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is primarily based on the fair value of the underlying investments held by the fund less its liabilities. The practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (Continued)

The Plan's investment in the collective trust fund has a daily redemption frequency, no redemption notice requirement and has no unfunded commitments at December 31, 2021.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2021. The classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 23,882,332	\$ -	\$ -	\$ 23,882,332
Money market mutual fund	-	339,943	-	339,943
	<u>\$ 23,882,332</u>	<u>\$ 339,943</u>	<u>\$ -</u>	<u>24,222,275</u>
Collective trust fund measured at NAV ^(a)				<u>3,257,826</u>
				<u>\$ 27,480,101</u>

(a) In accordance with the Financial Accounting Standards Board Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

Note 5. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 6. Tax Status

The Plan adopted a volume submitter plan sponsored by Fidelity Management & Research Company. The volume submitter plan has received an opinion letter from the Internal Revenue Service (IRS) as to the volume submitter plan's qualified status dated March 31, 2014. The volume submitter plan opinion letter has been relied upon by this Plan. Prior to January 1, 2021, the Plan was established pursuant to a non-standardized form of a prototype plan sponsored by The Pension Service, Inc., which had received an opinion letter from the IRS as to the prototype plan's qualified status dated March 31, 2014. The Plan has been amended since receiving the opinion letters, however, the Plan Administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 6. Tax Status (Continued)

The modified cash basis of accounting requires Plan management to evaluate tax positions taken by the Plan and disclose a tax liability 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 disclosure of a liability 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. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2018.

Note 7. Party-In-Interest Transactions

A party-in-interest is defined under the Department of Labor's regulations as any fiduciary of the Plan, any party rendering services to the Plan, the employer, certain participants, and others. The Plan allows participants to take loans from their accounts in the Plan. Certain notes receivable from participants and income thereon qualify as party-in-interest transactions.

Effective January 1, 2021, certain investments are shares of mutual funds managed by Fidelity Investments Institutional Operations Company, LLC (FIIOC), an affiliate of FMTC. FMTC is the trustee as defined by the Plan and, therefore, transactions within these investment funds qualify as party-interest-transactions. Fees incurred for investment services from FIIOC are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan. Additionally, Fidelity Workplace Services, LLC (FWS) serves as the Plan's recordkeeper. FWS is also an affiliate of FMTC and, therefore, transactions with FWS also qualify as party-in-interest transactions. Fees paid by the Plan to FWS for loan origination and maintenance, benefit processing, and other recordkeeping services amounted to \$26,427 for the year ended December 31, 2021.

Effective January 1, 2021, Strategic Advisors, Inc. (Strategic Advisors) provides investment advisory services to the Plan and, therefore, transactions with Strategic Advisors qualify as party-in-interest transactions. Fees paid by the Plan to Strategic Advisors amounted to \$3,054 for the year ended December 31, 2021.

Commonwealth Financial Network (Commonwealth) serves as the Plan's investment broker and, therefore, transactions with Commonwealth qualify as party-in-interest transactions. Fees paid by the Plan to Commonwealth amounted to \$26,250 and \$54,404 for the years ended December 31, 2021 and 2020, respectively.

Prior to January 1, 2021, certain investments were managed by Nationwide Trust Company and Nationwide Life Insurance Company. Nationwide Trust Company and Nationwide Life Insurance Company (collectively herein, Nationwide) were the custodians as defined by the Plan as of and for the year ended December 31, 2020 and, therefore, transactions with Nationwide qualified as party-in-interest transactions. Fees paid by the Plan to Nationwide amounted to \$18,109 for the year ended December 31, 2020. PTS Asset Management (registered investment advisor) and The Pension Service, Inc (provided certain recordkeeping services) were other service providers used by the Plan. Transactions with these service providers qualified as party-in-interest transactions and amounted to \$14,678 for the year ended December 31, 2020.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 8. Risks and Uncertainties

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

Note 9. Subsequent Events

Subsequent events have been evaluated through October 4, 2022, which is the date the financial statements were available to be issued.

Effective September 1, 2022, two other plans, the Metcan USA Retirement Plan (Metcan Plan) and SKW Quab Chemicals Inc 401(k) Profit Sharing Plan and Trust (SKW Quab Plan), whose sponsors are related to the Company, were merged into the Plan. On September 1, 2022, the participants of the Metcan Plan and the SKW Quab Plan became eligible to participate in the Plan and all of their account balances totaling approximately \$2,400,000 were transferred to the Plan.

* * * * *

SUPPLEMENTAL SCHEDULES

OPTA GROUP LLC, 401(k) PLAN

**SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
(MODIFIED CASH BASIS)
Year Ended December 31, 2021**

**EIN: 82-2687965
PLAN NUMBER: 004**

Participant Contributions Transferred Late to the Plan		Total That Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
Amount Withheld	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program		
\$ 3,523	X	\$ -	\$ 3,523	\$ -	\$ -	

OPTA GROUP LLC, 401(k) PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
(MODIFIED CASH BASIS)
December 31, 2021

EIN: 82-2687965

PLAN NUMBER: 004

(a) or similar party	(b) Identity of issue, borrower, lessor, interest, collateral par or maturity value	(c) Description of investments, including rate of	(e) Current value
Mutual funds :			
	The Vanguard Group, Inc.	Vanguard Equity Income Fund - 33,870 shares	\$ 3,123,532
	American Funds	American Funds American Balanced Class R6 Fund - 65,556 shares	2,194,802
	The Vanguard Group, Inc.	Vanguard US Growth Fund - 10,214 shares	1,720,587
	The Vanguard Group, Inc.	Vanguard LifeStrategy Conservative Growth Fund - 67,306 shares	1,552,745
	The Vanguard Group, Inc.	Vanguard Target Retirement 2045 Fund - 43,521 shares	1,235,119
	The Vanguard Group, Inc.	Vanguard Total Stock Market Index Fund - 9,058 shares	1,064,858
	The Vanguard Group, Inc.	Vanguard Target Retirement 2025 Fund - 47,557 shares	967,307
	The Vanguard Group, Inc.	Vanguard Target Retirement 2035 Fund - 40,425 shares	963,742
	The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Fund - 19,345 shares	907,291
*	Fidelity Investments	Fidelity International Index Fund - 15,708 shares	774,230
	The Vanguard Group, Inc.	Vanguard Mid-Cap Value Index Fund - 9,735 shares	757,809
	The Vanguard Group, Inc.	Vanguard Mid-Cap Index Fund - 2,099 shares	662,129
	The Vanguard Group, Inc.	Vanguard Real Estate Index Fund - 3,682 shares	604,896
	iShares	iShares U.S. Aggregate Index Fund Class K - 57,221 shares	600,249
	The Vanguard Group, Inc.	Vanguard High-Yield Corporate Fund - 92,857 shares	552,497
	The Vanguard Group, Inc.	Vanguard Small-Cap Index Fund - 5,054 shares	547,748
	The Vanguard Group, Inc.	Vanguard Small-Cap Growth Index Fund - 5,054 shares	500,435
	JP Morgan	JPMorgan Emerging Markets Equity Class R6 Fund - 12,757 shares	485,136
	The Vanguard Group, Inc.	Vanguard Short-Term Corporate Bond Index Fund - 20,770 shares	459,643
	The Vanguard Group, Inc.	Vanguard Small-Cap Life Index Fund - 5,883 shares	451,869
	Dimensional Fund Advisors	DFA Intermediate Government Fixed Income Portfolio Institutional Class Fund - 33,654 shares	426,401
	The Vanguard Group, Inc.	Vanguard International Growth Fund - 2,917 shares	406,355
*	Fidelity Investments	Fidelity Multi-Asset Index Fund - 6,047 shares	370,462
	The Vanguard Group, Inc.	Vanguard LifeStrategy Income Fund - 19,602 shares	332,448
	American Funds	American Funds New Perspective Fund Class R6 - 4,398 shares	292,214
	The Vanguard Group, Inc.	Vanguard International Value Fund - 6,303 shares	262,088
	Bank of New York Mellon	BNY Mellon Small/Mid Cap Growth Fund Class Y - 7,103 shares	244,559
	American Funds	American Funds Small Cap World Fund Class R6 - 2,640 shares	219,209
	The Vanguard Group, Inc.	Vanguard Target Retirement 2055 Fund - 4,080 shares	213,080
	The Vanguard Group, Inc.	Vanguard Information Technology Index Fund - 891 shares	208,848
	The Vanguard Group, Inc.	Vanguard 500 Index Fund - 452 shares	198,910
	The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Fund - 3,688 shares	177,155
	The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Fund - 4,044 shares	125,446
	The Vanguard Group, Inc.	Vanguard Total International Bond Index Fund - 5,008 shares	110,477
	The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Fund - 2,458 shares	103,303
	The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Fund - 1,074 shares	41,250
	The Vanguard Group, Inc.	Vanguard Target Retirement 2065 Fund - 748 shares	23,503
			23,882,332
Money market mutual fund:			
	The Vanguard Group, Inc.	Vanguard Federal Money Market Fund - 339,943 shares	339,943
Collective trust fund:			
	Putnam Investments	Putnam Stable Value Fund - 3,257,826 shares	3,257,826
Notes receivable from participants:			
*	Participants	Loans with varying maturities, bearing interest between 4.25% and 6.50%	223,842
			<u>\$ 27,703,943</u>

* Party named is a party-in-interest.

OPTA GROUP LLC 401(k) PLAN

Financial Statements and Supplemental Schedules With Independent Auditor's Report

December 31, 2021 and 2020

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INDEPENDENT AUDITOR'S REPORT

To the Pension Committee
Opta Group LLC 401(k) Plan

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

We have performed an audit of the financial statements of Opta Group LLC 401(k) Plan (the 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 on a modified cash basis as of December 31, 2021, and the related statement of changes in net assets available for benefits on a modified cash basis 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section:

- 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 modified cash basis of accounting as described in Note 2.
- 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 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 Auditor's Responsibilities for the Audit of the 2021 Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. 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.

Emphasis of Matter—Basis of Accounting

We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Emphasis of Matter—Plan Merger

As discussed in Note 1 to the financial statements, effective January 1, 2021, the Opta Minerals (USA) Inc. 401(k) Plan and the Affival, Inc. 401(k) Plan were merged into the Plan. All assets from these plans were transferred to the control of the Plan on January 1, 2021. Our opinion has not been modified with respect to this matter.

Responsibilities of Management for the 2021 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with modified cash basis of accounting as described in Note 2 and for determining that the modified cash basis of accounting is an acceptable basis for the presentation of the financial statements in the circumstances. Management is also responsible 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 Plan's ability to continue as a going concern within one year after the date that the financial statements are issued or 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.

Auditor's 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 of the 2021 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 a 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 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 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 the modified cash basis of accounting.

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

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 Matters

2021 Supplemental Schedules Required by ERISA

The supplemental schedules, (1) Schedule H, Line 4a – Schedule of delinquent participant contributions (modified cash basis) for the year ended December 31, 2021 and (2) Schedule H, Line 4i – Schedule of assets (held at end of year) (modified cash basis) at December 31, 2021, are presented for purposes of additional analysis and are not a required part of the 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 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 financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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).

Auditor's Report on the 2020 Financial Statements

We were engaged to audit the 2020 financial statements of the Plan. As permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for 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 12, 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 certified information, were presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.



CERTIFIED PUBLIC ACCOUNTANTS

October 4, 2022

OPTA GROUP LLC 401(k) PLAN

**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)
December 31, 2021 and 2020**

ASSETS	2021	2020
Cash, non-interest bearing	\$ -	\$ 13,003,665
Investments, at fair value:		
Mutual funds	23,882,332	-
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>27,480,101</u>	<u>-</u>
Notes receivable from participants	223,842	-
	<u>27,703,943</u>	<u>-</u>
Net assets available for benefits	\$ 27,703,943	\$ 13,003,665

OPTA GROUP LLC 401(k) PLAN

**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
(MODIFIED CASH BASIS)**

Years Ended December 31, 2021 and 2020

	2021	2020
Additions:		
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ 871,612
Interest and dividends	1,624,045	281,048
	<u>3,021,617</u>	<u>1,152,660</u>
Interest income on notes receivable from participants	<u>6,086</u>	<u>-</u>
Contributions:		
Employer	689,843	335,765
Participants	1,030,794	528,142
Rollovers	13,991	-
	<u>1,734,628</u>	<u>863,907</u>
Total additions	<u>4,762,331</u>	<u>2,016,567</u>
Deductions:		
Deductions from net assets attributed to:		
Benefits paid to participants	1,598,497	6,132,250
Administrative expenses	55,731	87,191
Total deductions	<u>1,654,228</u>	<u>6,219,441</u>
Net increase (decrease) in net assets available for benefits	3,108,103	(4,202,874)
Net assets available for benefits:		
Beginning of year	13,003,665	17,206,539
Transfers from other qualified plans (Note 1)	<u>11,592,175</u>	<u>-</u>
End of year	<u>\$ 27,703,943</u>	<u>\$ 13,003,665</u>

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description

The following description of Opta Group LLC 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan sponsored by Opta Group LLC (the Company) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Pension Committee is responsible for oversight of the Plan and determines the appropriateness of the Plan's investment offerings and monitors investment performance.

Effective January 1, 2021, all of the assets and liabilities of the Opta Minerals (USA) Inc. 401(k) Plan (Opta Minerals Plan) and the Affival, Inc. 401(k) Plan (Affival Plan), whose sponsors are wholly-owned subsidiaries of the Company, were merged into the Plan. The account balances of all participants of the Opta Minerals Plan and the Affival Plan, totaling \$6,495,171 and \$5,097,004, respectively, were transferred to the Plan.

Effective January 1, 2021, concurrent with the mergers, the Plan Sponsor changed from Opta (USA) Inc. to Opta Group LLC, the Plan changed its name to Opta Group LLC 401(k) Plan from Opta (USA) Inc. 401(k) Plan and the Plan amended certain Plan provisions as described below.

Eligibility:

Effective January 1, 2021, employees of the Company and certain related subsidiaries, except for nonresident aliens and certain employees covered by a collective bargaining agreement, are eligible to participate in the Plan on the first day of the month following three months of employment service and once they reach the age of 18.

Prior to January 1, 2021, employees of Opta (USA) Inc., except for nonresident aliens and employees covered by a collective bargaining agreement which does not expressly provide for participation in the Plan, were eligible to participate in the Plan on the first day of the quarter following three months of employment service.

Contributions:

Participants may contribute up to a maximum of 90% of pretax annual compensation (100% for the year ended December 31, 2020), as defined. Participants who are fifty years and older are eligible to make catch-up contributions. The Plan also includes a Roth feature whereby participants are able to pay taxes on qualifying contributions when made. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Effective January 1, 2021, upon becoming eligible to participate in the Plan, employees are automatically enrolled with a 6% deferral rate unless they opt to contribute another percentage. Participants are free to modify these deferral terms at their discretion. Automatically enrolled participants have their contributions invested in a target-date fund, based on their date of birth, until changed by the participant.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Contributions (continued):

Prior to January 1, 2021, upon becoming eligible to participate in the Plan, employees were automatically enrolled with a 5% deferral rate increased by 1% at the beginning of each Plan year up to a maximum of 10% unless they opted to contribute another percentage.

Effective January 1, 2021, the Company matches 100% of a participant's elected deferrals, not to exceed 6% of the participant's eligible compensation. The Company may also make additional matching and nonelective contributions at its discretion. There were no additional matching or nonelective contributions made by the Company for the year ended December 31, 2021.

Prior to January 1, 2021, the Company matched 75% of a participant's elected deferrals, not to exceed 10% of the participant's eligible compensation.

Contributions are subject to certain limitations of the Internal Revenue Code (the Code). Participants direct the investment of contributions into various investment options offered by the Plan.

Participant accounts:

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution and Plan earnings, and charged with withdrawals and an allocation of administrative expenses, as applicable. Allocations are based on participant earnings or account balances or specific participant transactions, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting:

Participants are vested immediately in all participant and Company contributions plus actual earnings thereon.

Payment of benefits:

Effective January 1, 2021, on termination of service due to death, disability, retirement, or separation from employment, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or a partial amount as elected. Distributions are also permitted in the event of financial hardship, as defined by the Plan, and for participants who have attained age 59½. If a participant's account balance is less than \$1,000 at the time of termination, the account balance is paid out upon termination.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1. Plan Description (Continued)

Payment of benefits (continued):

Prior to January 1, 2021, a participant could elect to receive a lump-sum payment up to the value of the participant's vested interest in his or her account upon termination of service due to death, disability, or retirement, or upon reaching age 59½. For termination of service for other reasons, a participant could receive the value of the vested interest in his or her account as a lump-sum payment or leave his or her account balance with the Plan until age 65 if his or her account balance exceeded \$5,000 at the time of termination. If his or her account balance was less than \$5,000 at the time of termination, the account balance was to be paid out upon termination. Participants could receive benefits in installment payments on required minimum distributions.

Notes receivable from participants:

Effective January 1, 2021, participants may borrow from their account a minimum of \$1,000 up to a maximum loan equal to the lesser of \$50,000, reduced by the participant's highest outstanding loan balance in the prior twelve-month period, or 50% of their vested account. A participant may not have more than one loan outstanding at any given time. The loans are secured by the balance in the participant's account and bear interest at a rate determined by the Plan Administrator. Loans must be repaid in at least quarterly installments over a maximum term of 5 years for personal loans and 10 years for the purchase of a participant's primary residence. Principal and interest are paid ratably through payroll deductions. Prior to January 1, 2021, the Plan did not allow participant loans.

Administrative expenses:

Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the origination and maintenance of notes receivable from participants and benefits processing are charged directly to the participant's account and are included in administrative expenses. The Plan also pays for certain other recordkeeping, investment advisory and custodial fees. Investment expenses related to fund management are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan.

Note 2. Significant Accounting Policies

Basis of accounting:

The accounts of the Plan are maintained on the modified cash basis of accounting, which differs from the accrual basis of accounting under accounting principles generally accepted in the United States of America. The modified cash basis of accounting recognizes certain additions and the related assets when received rather than when earned and recognizes certain deductions when paid rather than when the obligation is incurred.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 2. Significant Accounting Policies (Continued)

Investment valuation and income recognition:

Investments are reported at fair value. Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The Pension Committee determines the Plan's valuation policies for 2021 utilizing information provided by the Plan's current trustee, Fidelity Management Trust Company (FMTTC), and for 2020 utilizing information provided by the Plan's former custodians, Nationwide Trust Company, FSB a division of Nationwide Bank (Nationwide Trust Company) and Nationwide Life Insurance Company. See Note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest and dividend income is recorded when received. Net appreciation includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Notes receivable from participants:

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2021. Delinquent participant loans are recorded as distributions on the basis of the terms of the Plan document.

Payment of benefits:

Benefits are recorded when paid.

Use of estimates:

The preparation of financial statements in conformity with the modified cash basis of accounting requires the Plan Administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes in net assets available for benefits, and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

OPTA GROUP LLC 401(k) PLAN**NOTES TO FINANCIAL STATEMENTS****Note 3. Information Certified**

The following is a summary of the Plan's asset information, included throughout the Plan's financial statements and ERISA-required supplemental schedules, obtained by management and agreed to or derived from information certified by FMTC as of and for year ended December 31, 2021, and Nationwide Trust Company or Nationwide Life Insurance Company as of and for the year ended December 31, 2020. The Plan Administrator has obtained certifications from the current trustee and former custodians that information provided to the Plan Administrator by the current trustee and former custodians related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and ERISA-required supplemental schedules related to the following assets:

	2021	2020
Certified by FMTC:		
Investments at fair value:		
Mutual funds	\$ 23,882,332	\$ -
Money market mutual fund	339,943	-
Collective trust fund	3,257,826	-
	<u>\$ 27,480,101</u>	<u>\$ -</u>
Notes receivable from participants	<u>\$ 223,842</u>	<u>\$ -</u>

FMTC, Nationwide Trust Company and Nationwide Life Insurance Company have also certified to the completeness and accuracy of the following financial information related to the aforementioned assets for the years ended December 31, 2021 and 2020:

	2021	2020
Certified by FMTC:		
Net appreciation in fair value of investments	\$ 1,397,572	\$ -
Interest and dividends	1,624,045	-
Interest income on notes receivable from participants	6,086	-
	<u>3,027,703</u>	<u>-</u>
Certified by Nationwide Trust Company:		
Net appreciation in fair value of investments	-	871,612
Dividends	-	212,452
	<u>-</u>	<u>1,084,064</u>
Certified by Nationwide Life Insurance Company:		
Interest	-	68,596
	<u>\$ 3,027,703</u>	<u>\$ 1,152,660</u>

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements

The Fair Value Measurement and Disclosures Topic of the Financial Accounting Standards Board Accounting Standards Codification establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority level 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). Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy are described as follows:

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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

Mutual funds: Mutual funds, except for the money market mutual fund, are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission (SEC). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. The funds held by the Plan are deemed to be actively traded (Level 1).

Money market mutual fund: Valued at the daily closing price as reported by the fund. The money market mutual fund held by the Plan is an open-end mutual fund registered with the SEC that generally transacts at a stable \$1.00 unit price representing its estimated fair value. On a daily basis the fund's unit price is determined by the fund based on the amortized cost of the fund's underlying investments (Level 2).

Collective trust fund: Valued at the NAV of units of a collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is primarily based on the fair value of the underlying investments held by the fund less its liabilities. The practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 4. Fair Value Measurements (Continued)

The Plan's investment in the collective trust fund has a daily redemption frequency, no redemption notice requirement and has no unfunded commitments at December 31, 2021.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2021. The classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement.

	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 23,882,332	\$ -	\$ -	\$ 23,882,332
Money market mutual fund	-	339,943	-	339,943
	<u>\$ 23,882,332</u>	<u>\$ 339,943</u>	<u>\$ -</u>	<u>24,222,275</u>
Collective trust fund measured at NAV ^(a)				<u>3,257,826</u>
				<u>\$ 27,480,101</u>

(a) In accordance with the Financial Accounting Standards Board Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in the table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

Note 5. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Note 6. Tax Status

The Plan adopted a volume submitter plan sponsored by Fidelity Management & Research Company. The volume submitter plan has received an opinion letter from the Internal Revenue Service (IRS) as to the volume submitter plan's qualified status dated March 31, 2014. The volume submitter plan opinion letter has been relied upon by this Plan. Prior to January 1, 2021, the Plan was established pursuant to a non-standardized form of a prototype plan sponsored by The Pension Service, Inc., which had received an opinion letter from the IRS as to the prototype plan's qualified status dated March 31, 2014. The Plan has been amended since receiving the opinion letters, however, the Plan Administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 6. Tax Status (Continued)

The modified cash basis of accounting requires Plan management to evaluate tax positions taken by the Plan and disclose a tax liability 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 disclosure of a liability 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. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2018.

Note 7. Party-In-Interest Transactions

A party-in-interest is defined under the Department of Labor's regulations as any fiduciary of the Plan, any party rendering services to the Plan, the employer, certain participants, and others. The Plan allows participants to take loans from their accounts in the Plan. Certain notes receivable from participants and income thereon qualify as party-in-interest transactions.

Effective January 1, 2021, certain investments are shares of mutual funds managed by Fidelity Investments Institutional Operations Company, LLC (FIIOC), an affiliate of FMTC. FMTC is the trustee as defined by the Plan and, therefore, transactions within these investment funds qualify as party-interest-transactions. Fees incurred for investment services from FIIOC are included in net appreciation in fair value of investments, as they are paid through revenue sharing, rather than a direct payment from the Plan. Additionally, Fidelity Workplace Services, LLC (FWS) serves as the Plan's recordkeeper. FWS is also an affiliate of FMTC and, therefore, transactions with FWS also qualify as party-in-interest transactions. Fees paid by the Plan to FWS for loan origination and maintenance, benefit processing, and other recordkeeping services amounted to \$26,427 for the year ended December 31, 2021.

Effective January 1, 2021, Strategic Advisors, Inc. (Strategic Advisors) provides investment advisory services to the Plan and, therefore, transactions with Strategic Advisors qualify as party-in-interest transactions. Fees paid by the Plan to Strategic Advisors amounted to \$3,054 for the year ended December 31, 2021.

Commonwealth Financial Network (Commonwealth) serves as the Plan's investment broker and, therefore, transactions with Commonwealth qualify as party-in-interest transactions. Fees paid by the Plan to Commonwealth amounted to \$26,250 and \$54,404 for the years ended December 31, 2021 and 2020, respectively.

Prior to January 1, 2021, certain investments were managed by Nationwide Trust Company and Nationwide Life Insurance Company. Nationwide Trust Company and Nationwide Life Insurance Company (collectively herein, Nationwide) were the custodians as defined by the Plan as of and for the year ended December 31, 2020 and, therefore, transactions with Nationwide qualified as party-in-interest transactions. Fees paid by the Plan to Nationwide amounted to \$18,109 for the year ended December 31, 2020. PTS Asset Management (registered investment advisor) and The Pension Service, Inc (provided certain recordkeeping services) were other service providers used by the Plan. Transactions with these service providers qualified as party-in-interest transactions and amounted to \$14,678 for the year ended December 31, 2020.

OPTA GROUP LLC 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

Note 8. Risks and Uncertainties

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

Note 9. Subsequent Events

Subsequent events have been evaluated through October 4, 2022, which is the date the financial statements were available to be issued.

Effective September 1, 2022, two other plans, the Metcan USA Retirement Plan (Metcan Plan) and SKW Quab Chemicals Inc 401(k) Profit Sharing Plan and Trust (SKW Quab Plan), whose sponsors are related to the Company, were merged into the Plan. On September 1, 2022, the participants of the Metcan Plan and the SKW Quab Plan became eligible to participate in the Plan and all of their account balances totaling approximately \$2,400,000 were transferred to the Plan.

* * * * *

SUPPLEMENTAL SCHEDULES

OPTA GROUP LLC, 401(k) PLAN

**SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
(MODIFIED CASH BASIS)
Year Ended December 31, 2021**

**EIN: 82-2687965
PLAN NUMBER: 004**

Participant Contributions Transferred Late to the Plan		Total That Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
Amount Withheld	Check Here if Late Participant Loan Repayments are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program		
\$ 3,523	X	\$ -	\$ 3,523	\$ -	\$ -	

OPTA GROUP LLC, 401(k) PLAN

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
(MODIFIED CASH BASIS)
December 31, 2021

EIN: 82-2687965

PLAN NUMBER: 004

(a) or similar party	(b) Identity of issue, borrower, lessor, (c) Description of investments, including rate of interest, collateral par or maturity value	(e) Current value
Mutual funds :		
The Vanguard Group, Inc.	Vanguard Equity Income Fund - 33,870 shares	\$ 3,123,532
American Funds	American Funds American Balanced Class R6 Fund - 65,556 shares	2,194,802
The Vanguard Group, Inc.	Vanguard US Growth Fund - 10,214 shares	1,720,587
The Vanguard Group, Inc.	Vanguard LifeStrategy Conservative Growth Fund - 67,306 shares	1,552,745
The Vanguard Group, Inc.	Vanguard Target Retirement 2045 Fund - 43,521 shares	1,235,119
The Vanguard Group, Inc.	Vanguard Total Stock Market Index Fund - 9,058 shares	1,064,858
The Vanguard Group, Inc.	Vanguard Target Retirement 2025 Fund - 47,557 shares	967,307
The Vanguard Group, Inc.	Vanguard Target Retirement 2035 Fund - 40,425 shares	963,742
The Vanguard Group, Inc.	Vanguard Target Retirement 2050 Fund - 19,345 shares	907,291
* Fidelity Investments	Fidelity International Index Fund - 15,708 shares	774,230
The Vanguard Group, Inc.	Vanguard Mid-Cap Value Index Fund - 9,735 shares	757,809
The Vanguard Group, Inc.	Vanguard Mid-Cap Index Fund - 2,099 shares	662,129
The Vanguard Group, Inc.	Vanguard Real Estate Index Fund - 3,682 shares	604,896
iShares	iShares U.S. Aggregate Index Fund Class K - 57,221 shares	600,249
The Vanguard Group, Inc.	Vanguard High-Yield Corporate Fund - 92,857 shares	552,497
The Vanguard Group, Inc.	Vanguard Small-Cap Index Fund - 5,054 shares	547,748
The Vanguard Group, Inc.	Vanguard Small-Cap Growth Index Fund - 5,054 shares	500,435
JP Morgan	JPMorgan Emerging Markets Equity Class R6 Fund - 12,757 shares	485,136
The Vanguard Group, Inc.	Vanguard Short-Term Corporate Bond Index Fund - 20,770 shares	459,643
The Vanguard Group, Inc.	Vanguard Small-Cap Life Index Fund - 5,883 shares	451,869
Dimensional Fund Advisors	DFA Intermediate Government Fixed Income Portfolio Institutional Class Fund - 33,654 shares	426,401
The Vanguard Group, Inc.	Vanguard International Growth Fund - 2,917 shares	406,355
* Fidelity Investments	Fidelity Multi-Asset Index Fund - 6,047 shares	370,462
The Vanguard Group, Inc.	Vanguard LifeStrategy Income Fund - 19,602 shares	332,448
American Funds	American Funds New Perspective Fund Class R6 - 4,398 shares	292,214
The Vanguard Group, Inc.	Vanguard International Value Fund - 6,303 shares	262,088
Bank of New York Mellon	BNY Mellon Small/Mid Cap Growth Fund Class Y - 7,103 shares	244,559
American Funds	American Funds Small Cap World Fund Class R6 - 2,640 shares	219,209
The Vanguard Group, Inc.	Vanguard Target Retirement 2055 Fund - 4,080 shares	213,080
The Vanguard Group, Inc.	Vanguard Information Technology Index Fund - 891 shares	208,848
The Vanguard Group, Inc.	Vanguard 500 Index Fund - 452 shares	198,910
The Vanguard Group, Inc.	Vanguard Target Retirement 2060 Fund - 3,688 shares	177,155
The Vanguard Group, Inc.	Vanguard Target Retirement 2020 Fund - 4,044 shares	125,446
The Vanguard Group, Inc.	Vanguard Total International Bond Index Fund - 5,008 shares	110,477
The Vanguard Group, Inc.	Vanguard Target Retirement 2040 Fund - 2,458 shares	103,303
The Vanguard Group, Inc.	Vanguard Target Retirement 2030 Fund - 1,074 shares	41,250
The Vanguard Group, Inc.	Vanguard Target Retirement 2065 Fund - 748 shares	23,503
		<u>23,882,332</u>
Money market mutual fund:		
The Vanguard Group, Inc.	Vanguard Federal Money Market Fund - 339,943 shares	339,943
Collective trust fund:		
Putnam Investments	Putnam Stable Value Fund - 3,257,826 shares	3,257,826
Notes receivable from participants:		
* Participants	Loans with varying maturities, bearing interest between 4.25% and 6.50%	<u>223,842</u>
		<u>\$ 27,703,943</u>

* Party named is a party-in-interest.