

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

2022

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

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.

Part I Annual Report Identification Information

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 02/28/2022

- A This return/report is for: a multiemployer plan, a multiple-employer plan, 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: TWO LABS MARKETING LLC 401(K) PROFIT SHARING PLAN
1b Three-digit plan number (PN): 001
1c Effective date of plan: 08/01/2003
2a Plan sponsor's name (employer, if for a single-employer plan): TWO LABS MARKETING LLC
2b Employer Identification Number (EIN): 20-0029009
2c Plan Sponsor's telephone number: 614-389-4004
2d Business code (see instructions): 541600

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.

Table with 4 columns: SIGN HERE, Signature, Date, and Name. Rows include plan administrator, employer/plan sponsor, and DFE.

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

Form 5500 (2022) v. 220413

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN  <b>3c</b> Administrator's telephone number
<b>4</b> 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: <b>a</b> Sponsor's name <b>c</b> Plan Name	<b>4b</b> EIN  <b>4d</b> PN
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b> 204
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ).  <b>a(1)</b> Total number of active participants at the beginning of the plan year ..... <b>a(2)</b> Total number of active participants at the end of the plan year .....  <b>b</b> Retired or separated participants receiving benefits ..... <b>c</b> Other retired or separated participants entitled to future benefits..... <b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> ..... <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. .... <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> .....  <b>g</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....  <b>h</b> Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<b>6a(1)</b> 184 <b>6a(2)</b> 0 <b>6b</b> 0 <b>6c</b> 0 <b>6d</b> 0 <b>6e</b> 0 <b>6f</b> 0 <b>6g</b> 0 <b>6h</b> 0
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) .....	<b>7</b>
<b>8a</b> If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2A 2E 2F 2G 2J 2R 3D 3H  <b>b</b> If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
<b>9a</b> Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	<b>9b</b> Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
<b>10</b> Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
<b>a Pension Schedules</b> (1) <input type="checkbox"/> <b>R</b> (Retirement Plan Information)  (2) <input type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary  (3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	<b>b General Schedules</b> (1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information) (2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan) (3) <input type="checkbox"/> <b>A</b> (Insurance Information) (4) <input type="checkbox"/> <b>C</b> (Service Provider Information) (5) <input checked="" type="checkbox"/> <b>D</b> (DFE/Participating Plan Information) (6) <input type="checkbox"/> <b>G</b> (Financial Transaction Schedules)

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

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**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.

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

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**11c** Enter the Receipt Confirmation Code for the 2022 Form M-1 annual report. If the plan was not required to file the 2022 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 \_\_\_\_\_

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<b>SCHEDULE D</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>	<b>DFE/Participating Plan Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	OMB No. 1210-0110  <hr/> <b>2022</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 02/28/2022

<b>A</b> Name of plan <u>TWO LABS MARKETING LLC 401(K) PROFIT SHARING PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
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<b>C</b> Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>TWO LABS MARKETING LLC</u>	<b>D</b> Employer Identification Number (EIN) <u>20-0029009</u>
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<b>Part I</b>	<b>Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)</b> (Complete as many entries as needed to report all interests in DFEs)
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK EQUITY INDEX FUND R

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>20-3802168-001</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK MID CAP EQUITY INDEX FUND

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>20-3802327-003</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK MSCI ACWI EX-U.S. IDX FD

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>81-1950980-013</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK RUSSELL 2000 INDEX FUND R

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>20-3802587-004</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK U.S. DEBT INDEX FUND R

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>20-3802445-010</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: CLEARBRIDGE LARGE CAP GROWTH FD

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>82-3106705-345</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: PGIM TOTAL RETURN BOND FUND

**b** Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.

<b>c</b> EIN-PN <u>38-4097323-471</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: RELIANCE TRUST CO STABLE VALUE FUND

**b** Name of sponsor of entity listed in (a): RELIANCE TRUST COMPANY

<b>c</b> EIN-PN 46-6625485-001	<b>d</b> Entity code C	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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<p align="center"><b>SCHEDULE H</b> <b>(Form 5500)</b></p> <p align="center">Department of the Treasury Internal Revenue Service</p> <hr/> <p align="center">Department of Labor Employee Benefits Security Administration</p> <hr/> <p align="center">Pension Benefit Guaranty Corporation</p>	<p><b>Financial Information</b></p> <p>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).</p> <p>► <b>File as an attachment to Form 5500.</b></p>	<p>OMB No. 1210-0110</p> <hr/> <p><b>2022</b></p> <hr/> <p><b>This Form is Open to Public Inspection</b></p>
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For calendar plan year 2022 or fiscal plan year beginning <b>01/01/2022</b> and ending <b>02/28/2022</b>	
<p><b>A</b> Name of plan <b>TWO LABS MARKETING LLC 401(K) PROFIT SHARING PLAN</b></p>	<p><b>B</b> Three-digit plan number (PN) ► <b>001</b></p>
<p><b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>TWO LABS MARKETING LLC</b></p>	<p><b>D</b> Employer Identification Number (EIN) <b>20-0029009</b></p>

**Part I Asset and Liability Statement**

**1** Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
<b>a</b> Total noninterest-bearing cash.....	<b>1a</b>	3142	0
<b>b</b> Receivables (less allowance for doubtful accounts):			
<b>(1)</b> Employer contributions.....	<b>1b(1)</b>	24192	0
<b>(2)</b> Participant contributions.....	<b>1b(2)</b>	70029	0
<b>(3)</b> Other.....	<b>1b(3)</b>		
<b>c</b> General investments:			
<b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit).....	<b>1c(1)</b>		
<b>(2)</b> U.S. Government securities.....	<b>1c(2)</b>		
<b>(3)</b> Corporate debt instruments (other than employer securities):			
<b>(A)</b> Preferred.....	<b>1c(3)(A)</b>		
<b>(B)</b> All other.....	<b>1c(3)(B)</b>		
<b>(4)</b> Corporate stocks (other than employer securities):			
<b>(A)</b> Preferred.....	<b>1c(4)(A)</b>		
<b>(B)</b> Common.....	<b>1c(4)(B)</b>		
<b>(5)</b> Partnership/joint venture interests.....	<b>1c(5)</b>		
<b>(6)</b> Real estate (other than employer real property).....	<b>1c(6)</b>		
<b>(7)</b> Loans (other than to participants).....	<b>1c(7)</b>		
<b>(8)</b> Participant loans.....	<b>1c(8)</b>	3273	0
<b>(9)</b> Value of interest in common/collective trusts.....	<b>1c(9)</b>	3021101	0
<b>(10)</b> Value of interest in pooled separate accounts.....	<b>1c(10)</b>		
<b>(11)</b> Value of interest in master trust investment accounts.....	<b>1c(11)</b>		
<b>(12)</b> Value of interest in 103-12 investment entities.....	<b>1c(12)</b>		
<b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds).....	<b>1c(13)</b>	7910077	0
<b>(14)</b> Value of funds held in insurance company general account (unallocated contracts).....	<b>1c(14)</b>		
<b>(15)</b> Other.....	<b>1c(15)</b>		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)		
(2) Employer real property.....	1d(2)		
e Buildings and other property used in plan operation.....	1e		
f Total assets (add all amounts in lines 1a through 1e).....	1f	11031814	0

**Liabilities**

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

**Net Assets**

l Net assets (subtract line 1k from line 1f).....	1l	11031814	0
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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
<b>a Contributions:</b>			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)		
(B) Participants.....	2a(1)(B)		
(C) Others (including rollovers).....	2a(1)(C)		
(2) Noncash contributions.....	2a(2)		
(3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2).....	2a(3)		
<b>b Earnings on investments:</b>			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)		
(B) U.S. Government securities.....	2b(1)(B)		
(C) Corporate debt instruments.....	2b(1)(C)		
(D) Loans (other than to participants).....	2b(1)(D)		
(E) Participant loans.....	2b(1)(E)	52	
(F) Other.....	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F).....	2b(1)(G)		52
(2) Dividends:			
(A) Preferred stock.....	2b(2)(A)		
(B) Common stock.....	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	25	
(D) Total dividends. Add lines 2b(2)(A), (B), and (C).....	2b(2)(D)		25
(3) Rents.....	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds.....	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(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)		
(B) Other.....	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts .....	2b(6)		3835
(7) Net investment gain (loss) from pooled separate accounts .....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts .....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds) .....	2b(10)		10780
<b>c</b> Other income .....	2c		
<b>d</b> Total income. Add all <b>income</b> amounts in column (b) and enter total .....	2d		14692
<b>Expenses</b>			
<b>e</b> Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers .....	2e(1)		
(2) To insurance carriers for the provision of benefits .....	2e(2)		
(3) Other .....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		
<b>f</b> Corrective distributions (see instructions).....	2f		
<b>g</b> Certain deemed distributions of participant loans (see instructions) .....	2g		
<b>h</b> Interest expense.....	2h		
<b>i</b> Administrative expenses: (1) Professional fees .....	2i(1)	3141	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees .....	2i(3)		
(4) Other .....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		3141
<b>j</b> Total expenses. Add all <b>expense</b> amounts in column (b) and enter total .....	2j		3141
<b>Net Income and Reconciliation</b>			
<b>k</b> Net income (loss). Subtract line 2j from line 2d.....	2k		11551
<b>l</b> Transfers of assets:			
(1) To this plan .....	2l(1)		
(2) From this plan.....	2l(2)		11043365

**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: **VISCONTI & ASSOCIATES, P.C.**

(2) EIN: **06-1354191**

**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
<b>4a</b>		X	

		Yes	No	Amount
<b>b</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.).....	<b>4b</b>		X	
<b>c</b> 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.) .....	<b>4c</b>		X	
<b>d</b> 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.).....	<b>4d</b>		X	
<b>e</b> Was this plan covered by a fidelity bond?.....	<b>4e</b>	X		500000
<b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? .....	<b>4f</b>		X	
<b>g</b> 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? .....	<b>4g</b>		X	
<b>h</b> 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?.....	<b>4h</b>		X	
<b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	<b>4i</b>		X	
<b>j</b> 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.).....	<b>4j</b>		X	
<b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? .....	<b>4k</b>	X		
<b>l</b> Has the plan failed to provide any benefit when due under the plan? .....	<b>4l</b>		X	
<b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) .....	<b>4m</b>	X		
<b>n</b> 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. ....	<b>4n</b>	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 0.

**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)
ENVISION PHARMA, INC. 401(K) PLAN	06-1633253	001

**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 \_\_\_\_\_.

**TWO LABS MARKETING, LLC  
401(k) AND PROFIT SHARING PLAN**

**FINANCIAL STATEMENTS  
FOR THE TWO MONTHS ENDED  
FEBRUARY 28, 2022  
AND INDEPENDENT AUDITOR'S REPORT**

**TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN**

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Note: All schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

**TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN**

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**INDEPENDENT AUDITOR'S REPORT**



John J. Visconti, MS, CPA

**INDEPENDENT AUDITOR'S REPORT**

TWO LABS MARKETING, LLC 401(k)  
AND PROFIT SHARING PLAN  
110 Riverbend Avenue, Suite 100  
Powell, Ohio 43065

***Scope and Nature of the ERISA Section 103(a)(3)(C) Audit***

We have performed an audit of the accompanying financial statements of the Two Labs Marketing, LLC 401(k) and Profit Sharing 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 (modified cash basis) as of February 28, 2022 and December 31, 2021 and the related statement of changes in net assets available for benefits (modified cash basis) for the two months ended February 28, 2022 and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the 2022 and 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 Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits 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 Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from a qualified institution as of February 28, 2022 and December 31, 2021 and for the two months ended February 28, 2022, stating that the certified investment information, as described in Note 3 to the financial statements, is complete and accurate.

***Opinion***

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section

- the amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with the modified cash basis of accounting.
- the information in the accompanying 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***

We conducted our audits 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 Financial Statements section of our report. We are required to be independent of the Two Labs Marketing, LLC 401(k) and Profit Sharing 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.

### ***Responsibilities of Management for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the modified cash basis of accounting, described in Note 2; this includes 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 Two Labs Marketing, LLC 401(k) and Profit Sharing Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued. As discussed in Note 8, the Plan's net assets were liquidated and transferred to an acquiring company's Plan.

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 Financial Statements***

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit of the 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 generally accepted auditing standards 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 generally accepted auditing standards, 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 Two Labs Marketing, LLC 401(k) and Profit Sharing 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 Two Labs Marketing, LLC 401(k) and Profit Sharing Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certifications, comparing the certified investment information with the related information presented and disclosed in the 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.

#### ***Basis of Accounting***

We draw attention to Note 2 of the financial statements, which describes the basis of accounting. The financial statements and supplemental schedules 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.

*Visconti & Associates, P.C.*

April 10, 2023  
East Haven, CT

**TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN**

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**FINANCIAL STATEMENTS**

**TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN  
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS -  
 MODIFIED CASH BASIS  
 TWO MONTHS ENDED FEBRUARY 28, 2022 AND YEAR ENDED DECEMBER 31, 2021**

<b>ASSETS</b>	<b>NOTES</b>	<b>2022</b>	<b>2021</b>
Cash		\$ -	\$ 3,142
Investments (at fair value)	2,3,5,6	-	10,931,178
Receivables:	2,4		
Notes Receivable from Participants		-	3,273
<b>TOTAL ASSETS</b>		-	10,937,593
<b>LIABILITIES</b>		-	-
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>		<u>\$ -</u>	<u>\$ 10,937,593</u>

See Accompanying Notes and Independent Auditor's Report.

**TWO LABS MARKETING, LLC 401(K) AND PROFIT SHARING PLAN  
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS -  
MODIFIED CASH BASIS -  
TWO MONTHS ENDED FEBRUARY 28, 2022**

	<b>NOTES</b>	<b>2022</b>
<b>ADDITIONS:</b>		
Investment Income:	2	
Net Appreciation in Fair Value of Investments		\$ 14,615
Dividends on Investments		25
Interest on Participant Loans		52
		14,692
Contributions:	1	
Participants		70,029
Employer		24,192
		94,221
<b>TOTAL ADDITIONS</b>		<b>108,913</b>
<b>DEDUCTIONS:</b>	1,2,4,7,9	
Administrative Expenses		3,141
<b>TOTAL DEDUCTIONS</b>		<b>3,141</b>
<b>NET INCREASE</b>		105,772
<b>NET ASSETS AVAILABLE FOR BENEFITS - BEGINNING OF THE PERIOD</b>		<b>10,937,593</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS - BEFORE TRANSFER TO SUCCESSOR PLAN</b>		11,043,365
<b>LESS: ASSETS TRANSFERRED TO SUCCESSOR PLAN</b>	8	<b>(11,043,365)</b>
<b>NET ASSETS AVAILABLE FOR BENEFITS - FEBRUARY 28, 2022</b>		<b>\$ 0</b>

See Accompanying Notes and Independent Auditor's Report.

**TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN**

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**NOTES TO FINANCIAL STATEMENTS**

## TWO LABS MARKETING, LLC 401(k) AND PROFIT SHARING PLAN NOTES TO FINANCIAL STATEMENTS

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### NOTE 1 - DESCRIPTION OF PLAN

The following description of the Two Labs Marketing, LLC 401(k) and Profit Sharing Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

*General.* The Plan, created August 1, 2003 and restated on January 2, 2020, was a defined contribution plan covering all full-time permanent employees of Two Labs Holdings, LLC who are age 21 or older, except union employees, nonresident aliens, and independent contractors. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Effective July 1, 2020, management amended the Plan to exclude interns and temporary employees hired on or after that date from participation in the Plan.

Due to the acquisition of the plan sponsor by Envision Pharma Group during 2021, the Plan was merged into the acquiring entity's existing 401k plan, effective January 1, 2022. The Plan's assets were liquidated and transferred to the new Plan on January 5, 2022, with an additional final disbursement of residual earnings transferred on February 14, 2022.

*Contributions.* Each year, participants could contribute up to 100% of their annual compensation, as defined in the Plan, as either pre-tax deferrals, after-tax Roth contributions, or a combination thereof, up to the maximum allowable limits under the law which totaled \$19,500 and \$20,500 for the two months ended February 28, 2022 and the year ended December 31, 2021, respectively. Participants who had attained age 50 before the end of the Plan year were eligible to make catch-up contributions up to the allowable limit, which was \$6,500 for both 2021 and 2022. Participants could also contribute amounts representing rollover distributions from other qualified plans. Participants directed the investment of their contributions into various investment options offered by the Plan. The Plan offered various registered investment companies - mutual funds and collective investment trusts as investment options for participants. Employees became eligible to enroll in the Plan when they have completed one month of service. The Plan included an auto-enrollment provision whereby all newly-eligible employees were enrolled in the Plan and had their deferral rate set at 3% on a pre-tax basis. Employees could also choose to defer some or all of their contributions on an after-tax basis, elect not to defer under the Plan at all, as well as modify the percentage of their total deferral and change their investment allocations. The plan sponsor could make a matching contribution on behalf of eligible employees, as determined annually by the plan sponsor. The employer matching contribution represented 100% of the first 3%, and 50% of the next 2% of compensation that eligible participants contributed to the Plan, and was made on a payroll-to-payroll basis. Total employer matching contributions for the two months ended February 28, 2022, and which related to wages paid in 2021, were \$24,192. Participants became eligible to receive employer matching contributions after having completed six months of service during which they complete 500 hours of service and they must be age 21 or older. The matching contribution is invested directly according to the employees' investment allocations. The plan sponsor could also make a discretionary non-elective profit-sharing contribution to all eligible employees, as defined in the Plan. To be eligible for any such discretionary non-elective profit-sharing contributions, employees must have completed one year of service during which they complete 1000 hours of service and be age 21 or older. There were no discretionary non-elective profit-sharing contributions for the two months ended February 28, 2022. Contributions are subject to certain statutory limitations.

## NOTE 1 - DESCRIPTION OF PLAN - Continued

*Participant Accounts.* Each participant's account is credited with the participant's contribution and allocation of (a) the plan sponsor's matching (or other) contributions and, (b) plan earnings (losses), and charged with an allocation of any administrative expenses paid by the Plan. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

*Vesting.* Participants are immediately vested in their contributions, including any rollover amounts, plus actual earnings thereon. Vesting in the plan sponsor's matching contributions and the plan sponsor's discretionary non-elective profit-sharing contributions, plus earnings thereon, is based on years of service. A participant is 100% vested after four years of credited service.

*Notes Receivable from Participants.* Participants could borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000, or 50% of their account balance, and are generally available for terms of 1-5 years except for the purchase of a primary residence. The notes are secured by the balance in the participant's account and bore interest at 4.25%, which is commensurate with local prevailing rates as determined quarterly by the plan administrator. Principal and interest is paid ratably through semi-monthly payroll deductions.

*Payment of Benefits.* On termination of service due to death, disability or retirement, a participant could elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or in installments. For termination of service due to other reasons, a participant could receive the value of the vested interest in his or her account as a lump-sum distribution.

*Forfeited Accounts.* These accounts represent the portion of any matching and discretionary non-elective profit-sharing contributions made by the plan sponsor that were allocated to participants who later terminated their employment with the plan sponsor before becoming fully vested in those contributions, and are used to first pay any administrative expenses, then used to reduce plan sponsor contributions. At December 31, 2021, forfeited non-vested accounts included in net assets totaled \$40,657. There were no such amounts as of February 28, 2022.

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### *Basis of Accounting*

The Plan prepares its financial statements on the modified cash basis, which is a comprehensive basis of accounting other than generally accepted accounting principles. Under this basis of accounting, transactions are recorded on the cash basis of accounting, except that certain securities are recorded at fair value, with the net appreciation (depreciation) recorded on the statement of changes in net assets available for benefits – modified cash basis. Accordingly, the financial statements are not intended to present the net assets available for benefits and changes in net assets available for benefits of the Plan in conformity with generally accepted accounting principles.

### *Investment Valuation and Income Recognition*

Investments in registered investment companies - mutual funds and collective investment trusts are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Management of the plan sponsor determines the Plan's valuation policies. See Note 6 for discussion of fair value measurements.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

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

*Notes Receivable from Participants*

Notes receivable from participants are measured at their unpaid principal balance. Related fees are charged directly to the borrowing participant's account and are included in administrative expenses when incurred. No allowance for credit losses had been recorded. If a participant does not make loan repayments and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant note receivable is recorded as a benefit payment based on the terms of the Plan document.

*Payment of Benefits*

Benefits are recorded when paid. No participants have withdrawn from the Plan that have not been paid.

*Estimates*

The preparation of financial statements requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 3 – INFORMATION CERTIFIED BY THE TRUSTEE

The following is a summary of the unaudited information included in the Plan's financial statements and supplemental schedule that was prepared by Charles Schwab Trust Bank, the trustee of the Plan, and furnished to the plan administrator. The plan administrator has obtained certifications from the trustee that such information, including the information in the supplemental schedule, is complete and accurate.

	<u>2022</u>	<u>2021</u>
Participant-directed investments, at fair market value:		
Registered investment companies - mutual funds	\$ -	\$ 7,910,077
Collective investment trusts	-	<u>3,021,101</u>
Total	<u>\$ -</u>	<u>\$10,931,178</u>

	<u>2022</u>
Net appreciation on fair value of investments:	
Registered investment companies - mutual funds	\$ 10,780
Collective investment trusts	<u>3,835</u>
	<u>\$ 14,615</u>
Investment income earned:	
Dividends - registered investment companies - mutual funds	<u>\$ 25</u>

#### NOTE 4 - NOTES RECEIVABLE FROM PARTICIPANTS

Detail of notes receivable from participants is as follows:

	<u>2022</u>
Balance – Beginning of Period	\$ 3,273
Less: Loan Distributed to successor Plan	<u>(3,273)</u>
Balance – February 28, 2022	<u>\$ -</u>

#### NOTE 5 - INTEREST IN COLLECTIVE INVESTMENT TRUSTS

A portion of the Plan's investments were in the Reliance Trust Company Stable Asset Value Fund Collective Investment Trust, Series 25053 ("Trust"), which is a collective investment trust fund ("CIT") formed by Reliance Trust Company for the purpose of allowing participating plan sponsors, who maintain qualified defined contribution plans, to invest in certain MetLife Group Annuity Contracts issued by Metropolitan Life Insurance Company ("MetLife") to Reliance Trust Company (the Trustee). The Contracts, which are guaranteed investment contracts, are the primary underlying investments of the Fund. The Contracts are administered by MetLife and are managed by MetLife and the Trustee. While the Trustee generally relies on MetLife to manage the Fund's assets, the Trustee maintains ultimate fiduciary authority over the management and operations of, and investments made in, the Fund. The Trust offers eleven unit-classes, which differ principally in applicable administrative fees. Unit holders bear the common expenses of the Fund and earn income and realized gains and losses of the Fund pro-rata, based upon the average daily net assets of each share class, without discrimination between share classes. Administrative service fees are a class-specific expense charged to the respective share class based on the net assets of the respective share class. Each participating retirement plan has an undivided interest in the common collective trust. At December 31, 2021, the Plan's interest in the net assets of the Reliance Trust Company Stable Asset Value Fund Collective Investment Trust, Series 25053 was approximately 0.007%. The Plan had no interest in this investment at February 28, 2022 due to the Plan merger disclosed in Note 8.

A portion of the Plan's investments are in the Wilmington Trust Collective Investment Trust ("Trust"), which is a collective investment trust fund ("CIT") formed by Wilmington Trust, N.A. for the purpose of allowing participating plan sponsors, who maintain qualified defined contribution plans, to invest in certain trusts, mutual funds and other securities. The various Funds within the Trust may be sub-advised by other entities, such as ClearBridge Investments, LLC and PGIM, Inc. and/or be invested in the collective funds of another entity, such as BlackRock Institutional Trust Company. The Funds within the Trust have underlying investments that include mutual funds and various other securities. Additionally, the Funds each file separate forms 5500. The Trustee is responsible for maintaining and administering the Trust and its various Funds and also serves as the investment manager. The custodian of the Trust was State Street Bank and Trust Company until February 20, 2021, at which time Northern Trust Company became the custodian. These Funds may each issue multiple fee classes, which differ principally in applicable administrative fees. Unit holders bear the common expenses of the Fund and earn income and realized gains and losses of the Fund as allocated on the basis of expense loads assigned to each share class. Income, expenses not attributable to a specific class, and realized and unrealized gains and losses are allocated to each fee class based on units outstanding for that class in proportion to the total outstanding units of the Fund.

## NOTE 5 - INTEREST IN COLLECTIVE INVESTMENT TRUSTS - Continued

At December 31, 2021, the Plan's approximate interest in the net assets of specific Funds held within the Wilmington Trust Collective Investment Trust was as follows: ClearBridge Large Cap Growth CIT, 0.001%; PGIM Total Return Bond Fund, 0.068%; BlackRock Equity Index Fund 0.021%; BlackRock Mid Cap Equity Index Fund 0.097%; BlackRock MSCI ACWI Ex-U.S. Index Fund 0.106%; BlackRock Russell 2000 Index Fund 0.044%; and BlackRock U.S. Debt Index Fund 0.0%. The Plan had no interest in this investment at February 28, 2022 due to the Plan merger disclosed in Note 8.

	<u>2022</u>
CIT investments, at fair value, at February 28, 2022:	\$ -
CIT net investment income for the two months ended February 28, 2022:	\$ -
Net appreciation in fair value of CIT investments for the two months ended February 28, 2022:	\$ 3,835
	<u>2021</u>
CIT investments, at fair value, at December 31, 2021:	\$ 3,021,101
CIT net investment income for the year ended December 31, 2021:	\$ -
Net appreciation in fair value of CIT investments for the year ended December 31, 2021:	\$ 367,715

## NOTE 6 - FAIR VALUE MEASUREMENTS

FASB ASC 820, *Fair Value Measurements* establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 or 3 inputs were available to the Plan.

### Level 1 - Fair Value Measurements

Fair value is based on unadjusted publicly quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

NOTE 6 - FAIR VALUE MEASUREMENTS- continued

Level 2 - Fair Value Measurements

Fair value is based on inputs, other than Level 1, that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the asset or liability through corroboration with observable market data. The Plan currently uses no Level 2 inputs.

Level 3 - Fair Value Measurements

Fair value is based on significant unobservable inputs for the asset or liability. These inputs reflect the Plan's own assumptions through their investment advisors about the assumptions that market participants would use in pricing the asset or liability. The Plan currently uses no Level 3 inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at February 28, 2022 and December 31, 2021.

Registered investment companies - mutual funds: The fair value of mutual funds is based on publicly quoted net asset values of the shares held by the Plan at year-end (Level 1).

Collective investment trusts: Management believes these investments do not have a readily determinable fair value. The fair value of the investment in the collective investment trusts are valued at the net asset value (NAV) of the units held by the Plan at year-end, as determined by the trustees, which is computed by dividing the fund's total assets, including reinvested income, less total liabilities by the total number of units outstanding at the valuation date.

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

In accordance with FASB ASC 820, fair value measurements, the Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits – modified cash basis as follows at February 28, 2022 and December 31, 2021:

<u>February 28, 2022</u>	<u>Fair Value</u>	<u>Quoted Prices In Active Markets for Identical Assets Level 1</u>
<i>Registered investment companies - mutual funds</i>	\$ -	\$ -
<i>Collective investment trusts*</i>	-	-
	<u>\$ -</u>	<u>\$ -</u>
 <u>December 31, 2021</u>		
<i>Registered investment companies - mutual funds</i>	\$ 7,910,077	\$ 7,910,077
<i>Collective investment trusts*</i>	<u>3,021,101</u>	<u>                  </u>
	<u>\$10,931,178</u>	<u>\$ 7,910,077</u>

NOTE 6 - FAIR VALUE MEASUREMENTS- continued

\*Investments measured at fair value using net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in the hierarchy tables for such investments are intended to permit reconciliation of the fair value hierarchy to the investments at fair value line item presented in the statement of net assets available for benefits. No applicable assets existed at February 28, 2022 due to the Plan merger disclosed in Note 8.

In accordance with the guidance regarding fair value measurements and disclosures for investments in certain entities that calculate net asset value ("NAV") per share (or its equivalent), the category, fair value, and redemption notice period for those assets whose fair value is estimated using NAV per share as of December 31, 2021 are disclosed. There were no unfunded commitments for these investments. At December 31, 2021, there were no reserves for credit risk of the contract issuers or otherwise.

The following table summarizes investments measured at fair value based on NAV per share as of December 31, 2021.

Fair Value of Investments in Entities that use Net Asset Value:

(a) Investment Category	Fair Value 2021	(**) Round Trip Transfer Restrictions	Redemption Notice Period And Frequency
Reliance Trust Company Stable Value Fund Collective Investment Trust, Series 25053	\$ 286,538	none	Participants - Daily Plan – 60 days
Wilmington Trust Collective Investment Trust – Blackrock Equity Index Fund R	1,047,829	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – Blackrock Mid Cap Equity Index Fund R	511,549	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – Blackrock MSCI ACWI Ex-U.S. Index Fund R	437,304	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – Blackrock Russell 2000 Index Fund R	154,870	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – Blackrock U.S. Debt Index Fund R	32,085	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – ClearBridge Large Cap Growth CIT R1	21,557	none	Participants - Daily Plan – 5 days
Wilmington Trust Collective Investment Trust – PGIM Total Return Bond Fund CIT R	<u>529,369</u>	none	Participants - Daily Plan – 5 days
TOTAL	<u>\$3,021,101</u>		

#### NOTE 6 - FAIR VALUE MEASUREMENTS - continued

Participating Plan withdrawals will normally be paid no later than two Business Days (up to 60 Business Days as to withdrawals in connection with terminating a Participating Plan's participation in the Trust) following the Trustee's receipt of withdrawal instructions and all necessary documentation.

(a) The collective investment funds are measured using the net asset value per share (or its equivalent) practical expedient and file a U.S. Department of Labor Form 5500 as direct filing entities. Therefore, in accordance with ASC 965-325-50-9, disclosure of their significant investment strategies is not required.

#### NOTE 7 – RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

Schneider Downs SDAvantage Retirement Solutions, LP is the record keeper and Schneider Downs Wealth Management Advisors, LP is the investment advisor for the Plan and, in accordance with the Services Agreements effective in September, 2019 between them and the plan sponsor, they provide administrative and investment advisory services to the Plan, thereby qualifying as parties-in-interest as defined in Section 406 of ERISA. Charles Schwab Trust Bank is the Plan's trustee and, in accordance with the Directed Employee Benefits Trust Agreements effective in September, 2019 between them and the plan sponsor, they provide custodial and trustee services to the Plan, thereby qualifying as parties-in-interest as defined in Section 406 of ERISA.

During 2022, administrative fees paid from Plan assets to Schneider Downs SDAvantage Retirement Solutions, LP totaled \$3,141. During 2021, administrative fees paid from Plan assets to Schneider Downs SDAvantage Retirement Solutions, LP totaled \$13,864, Schneider Downs Wealth Management Advisors, LP was paid fees of \$33,367 and Charles Schwab Trust Bank was paid fees of \$6,941.

All of these party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

#### NOTE 8 - PLAN MERGER

Due to the acquisition of the plan sponsor by Envision Pharma Group during the previous year, the Plan was merged into the acquiring entity's existing 401k plan, effective January 1, 2022. The Plan's net assets were liquidated and transferred to the new Plan on January 5, 2022, with an additional final disbursement of residual earnings transferred on February 14, 2022.

#### NOTE 9 – ADMINISTRATIVE COSTS

Certain expenses incurred in connection with the Plan were paid directly by the plan sponsor and are not deducted from Plan assets.

Additionally, participants were assessed certain loan and distribution processing fees, which were paid directly from the accounts of the applicable plan participants. Also see Note 7 for additional detail.

#### NOTE 10 - TAX STATUS

The Internal Revenue Service (IRS) has determined that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator believes that the Plan is designed, and was operated, in compliance with the applicable requirements of the IRC and therefore believes that the Plan was qualified and the related trust was tax-exempt.

NOTE 10 - TAX STATUS - continued

The plan administrator evaluates tax positions taken by the Plan and recognizes a tax liability for any uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by tax authorities; however, there are currently no audits for any tax periods in progress and management is not aware of any uncertain tax positions taken by the Plan. Tax years ended December 31, 2019 through February 28, 2022 remain open and subject to examination by major tax jurisdictions.

NOTE 11 – RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The plan administrator reports the plan's employer contributions each year on Schedule H of Form 5500 on the accrual basis of accounting which is consistent with the plan's third-party administrator's method of accounting and reporting for Form 5500 preparation. The following is a reconciliation of net assets available for benefits per the financial statements to Schedule H of Form 5500 as of February 28, 2022 and December 31, 2021:

	<u>2022</u>	<u>2021</u>
Net assets available for benefits per the financial statements	\$ -	\$10,937,593
Employer contributions receivable	-	24,192
Participant contributions receivable	<u>-</u>	<u>70,029</u>
Net assets available for benefits per Schedule H of Form 5500	<u>\$ -</u>	<u>\$11,031,814</u>

The following is a reconciliation of the changes in net assets per the financial statements for the short year ended February 28, 2022 to Schedule H of Form 5500:

	<u>2022</u>
Total changes in net assets per the financial statements	\$105,772
Less: Prior year amount of employer contributions receivable, which were received by the Plan.	(24,192)
Less: Prior year amount of employee contributions receivable, which were received by the Plan.	<u>(70,029)</u>
Total changes in net assets per Schedule H of the 5500	<u>\$ 11,551</u>

NOTE 12 – SUBSEQUENT EVENTS

Subsequent events were evaluated through April 10, 2023, which is the date the financial statements were available to be issued. Management has not identified any additional significant subsequent events requiring disclosure.