

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 2022 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022	
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 PROSPERITY SERVICE GROUP, LLC 401(K) PLAN	1b Three-digit plan number (PN) ▶ 006
	1c Effective date of plan 01/01/1972
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) PROSPERITY SERVICE GROUP, LLC P O BOX 12847 ROANOKE, VA 24029 4415 PHEASANT RIDGE ROAD SUITE 300 ROANOKE, VA 24014	2b Employer Identification Number (EIN) 35-2491143 2c Plan Sponsor's telephone number 540-985-4355 2d Business code (see instructions) 524140

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.	10/05/2023	SARAH SLATE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2022)
v. 220413

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN
5 Total number of participants at the beginning of the plan year		5 286
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits..... d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)..... h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		 6a(1) 197 6a(2) 262 6b 8 6c 92 6d 362 6e 0 6f 362 6g 355 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: 2J 2K 2S 2T 2F 3D 2G 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) ☒ 1 A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

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

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

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

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

11c Enter the Receipt Confirmation Code for the 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 _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2022 This Form is Open to Public Inspection
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For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan PROSPERITY SERVICE GROUP, LLC 401(K) PLAN	B Three-digit plan number (PN) ▶	006
C Plan sponsor's name as shown on line 2a of Form 5500 PROSPERITY SERVICE GROUP, LLC	D Employer Identification Number (EIN) 35-2491143	

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

(a) Name of insurance carrier EMPOWER ANNUITY INSURANCE COMPANY OF AMERICA

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
84-0467907	68241	300196	80	01/01/2022	12/31/2022

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end.....	4	
5	Current value of plan's interest under this contract in separate accounts at year end.....	5	
6	Contracts With Allocated Funds:		
a	State the basis of premium rates ▶		
b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount..... Specify nature of costs ▶	6d	
e	Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶		
f	If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐		
7	Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)		
a	Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☒ other ▶ ANNUITY		
b	Balance at the end of the previous year	7b	6414638
c	Additions: (1) Contributions deposited during the year	7c(1)	603548
	(2) Dividends and credits.....	7c(2)	
	(3) Interest credited during the year.....	7c(3)	
	(4) Transferred from separate account.....	7c(4)	
	(5) Other (specify below)	7c(5)	1641946
	▶ OTHER INCOME		
	(6) Total additions.....	7c(6)	2245494
d	Total of balance and additions (add lines 7b and 7c(6))	7d	8660132
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	391122
	(2) Administration charge made by carrier.....	7e(2)	8584
	(3) Transferred to separate account.....	7e(3)	
	(4) Other (specify below)	7e(4)	855555
	▶ OTHER EXPENSES		
	(5) Total deductions.....	7e(5)	1255261
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	7404871

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2022
		This Form is Open to Public Inspection.

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022	
A Name of plan PROSPERITY SERVICE GROUP, LLC 401(K) PLAN	B Three-digit plan number (PN) ▶ 006
C Plan sponsor's name as shown on line 2a of Form 5500 PROSPERITY SERVICE GROUP, LLC	D Employer Identification Number (EIN) 35-2491143

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 60 64 65	RECORDKEEPER	49266	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
PRUDENTIAL GIA 160 GOULD ST STE 101 NEEDHAM HEIGHTS, MA 02494	0.10%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(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:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection.
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For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan PROSPERITY SERVICE GROUP, LLC 401(K) PLAN	B Three-digit plan number (PN) ►	006
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 PROSPERITY SERVICE GROUP, LLC	D Employer Identification Number (EIN) 35-2491143	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: MID CAP GROWTH R1		
b Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.		
c EIN-PN 38-4126247-549	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2429526
a Name of MTIA, CCT, PSA, or 103-12 IE: AC SMALL CAP VALUE		
b Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.		
c EIN-PN 38-4097325-488	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 728192
a Name of MTIA, CCT, PSA, or 103-12 IE: SMALL CAP GR II R1		
b Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.		
c EIN-PN 38-4126288-592	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 304755
a Name of MTIA, CCT, PSA, or 103-12 IE: WT EMERGING MKTS R1		
b Name of sponsor of entity listed in (a): WILMINGTON TRUST, N.A.		
c EIN-PN 86-1819869-672	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 200345
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

c EIN-PN

d Entity
code

e Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

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

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

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

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection
For calendar plan year 2022 or fiscal plan year beginning <u>01/01/2022</u> and ending <u>12/31/2022</u>		
A Name of plan <u>PROSPERITY SERVICE GROUP, LLC 401(K) PLAN</u>		B Three-digit plan number (PN) <u>006</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PROSPERITY SERVICE GROUP, LLC</u>		D Employer Identification Number (EIN) <u>35-2491143</u>

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	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	0
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants).....	1c(7)	0	0
(8) Participant loans.....	1c(8)	435790	390500
(9) Value of interest in common/collective trusts.....	1c(9)	0	3662818
(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)	36163230	26758264
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	6414638	7404871
(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	43013658	38216453

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	43013658	38216453
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Part II Income and Expense Statement

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

Income

a Contributions:			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	1927232	
(B) Participants.....	2a(1)(B)	2053549	
(C) Others (including rollovers).....	2a(1)(C)	162123	
(2) Noncash contributions.....	2a(2)	0	4142904
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	0	
(B) U.S. Government securities.....	2b(1)(B)	0	
(C) Corporate debt instruments.....	2b(1)(C)	0	
(D) Loans (other than to participants).....	2b(1)(D)	0	
(E) Participant loans.....	2b(1)(E)	19538	
(F) Other.....	2b(1)(F)	85823	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		105361
(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)	1280470	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1280470
(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)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-1120423
(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)		-6935238
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		-2526926
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2218370	
(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)		2218370
f Corrective distributions (see instructions)	2f		2643
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)	0	
(4) Other	2i(4)	49266	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		49266
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2270279
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-4797205
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: JOHNSON LAMBERT

(2) EIN: 52-1446779

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	

	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		1500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n		X	

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

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

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

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection.
For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan PROSPERITY SERVICE GROUP, LLC 401(K) PLAN		B Three-digit plan number (PN) ► 006
C Plan sponsor's name as shown on line 2a of Form 5500 PROSPERITY SERVICE GROUP, LLC		D Employer Identification Number (EIN) 35-2491143
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....		6a
b Enter the amount contributed by the employer to the plan for this plan year.....		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?..... ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock?..... ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2022 v. 220413		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (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
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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 _____



JohnsonLambert LLP
cpas + consultants

Prosperity Service Group, LLC 401(k) Plan

Financial Statements and Supplemental Schedule

*Years ended December 31, 2022 and 2021
with Report of Independent Auditors*

Prosperity Service Group, LLC 401(k) Plan
Financial Statements and Supplemental Schedule
Years ended December 31, 2022 and 2021

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Report of Independent Auditors

Plan Administrator
Prosperity Service Group, LLC 401(k) Plan

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

We have performed audits of the financial statements of Prosperity Service 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 statements of net assets available for benefits as of December 31, 2022 and 2021, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's 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 December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note D 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 accounting principles generally accepted in the United States of America.
- 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 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 accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

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

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 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 audits 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 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 accounting principles generally accepted in the United States of America.

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 accounting principles generally accepted in the United States of America.

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

Other Matter - Supplemental Schedule Required by ERISA

The supplemental schedule, Schedule H, Line 4i - Schedule of Assets Held at End of Year as of December 31, 2022 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor'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 schedule, other than that agreed to or derived from the certified investment information, has been subjected to the 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 schedule 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 schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule 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).

A handwritten signature in black ink that reads "Johnson Lambert LLP". The signature is written in a cursive, flowing style.

Raleigh, North Carolina
October 4, 2023

Prosperity Service Group, LLC 401(k) Plan

Statements of Net Assets Available for Benefits

	December 31,	
	2022	2021
Assets:		
Investments, fair value		
Mutual funds	\$ 26,758,264	\$ 36,163,230
Common/collective trusts	3,662,818	-
Investments, contract value	7,404,871	6,414,638
Notes receivable from participants	<u>390,500</u>	<u>435,790</u>
Net assets available for benefits	<u><u>\$ 38,216,453</u></u>	<u><u>\$ 43,013,658</u></u>

See accompanying notes to the financial statements.

Prosperity Service Group, LLC 401(k) Plan

Statements of Changes in Net Assets Available for Benefits

	Year ended December 31,	
	<u>2022</u>	<u>2021</u>
Investment (Loss) Income		
Net (depreciation) appreciation in value of investments carried at fair value	\$ (8,055,661)	\$ 2,430,891
Net appreciation in value of investments carried at contract value	85,822	80,067
Interest and dividends on investments	1,280,470	2,723,126
Interest on notes receivable from participants	<u>19,538</u>	<u>24,067</u>
Total investment and other (loss) income	<u>(6,669,831)</u>	<u>5,258,151</u>
Contributions		
Participants	2,053,549	1,475,794
Participant rollovers	162,123	1,375,096
Employer	<u>1,927,232</u>	<u>678,048</u>
Total contributions	<u>4,142,904</u>	<u>3,528,938</u>
Distributions		
Benefit payments	2,221,012	3,729,852
Administrative expenses	49,266	47,972
Other	<u>-</u>	<u>(5,292)</u>
Total distributions	<u>2,270,278</u>	<u>3,772,532</u>
Net change in net assets available for benefits	(4,797,205)	5,014,557
Net assets available for benefits, beginning of year	<u>43,013,658</u>	<u>37,999,101</u>
Net assets available for benefits, end of year	<u>\$ 38,216,453</u>	<u>\$ 43,013,658</u>

See accompanying notes to the financial statements.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements

Years ended December 31, 2022 and 2021

Note A - Description of Plan

The following description of the Prosperity Service 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 covering all eligible employees of Prosperity Service Group, LLC (the sponsor). The sponsor also serves as the Plan Administrator. Fidelity Management Trust Company (Fidelity) is the Plan's trustee. Pursuant to an agreement, Fidelity also provides specified regulatory and administrative services to the Plan. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Contributions

Plan participants may contribute up to 75% of their eligible compensation on a pre-tax basis each Plan year, subject to certain limitations established by law. Effective April 1, 2019, the Plan was amended to allow participant contributions on a post-tax Roth basis. The statutory maximum amount of contributions allowed is \$20,500 and \$19,500 for those under age 50 for years ended 2022 and 2021. For those ages 50 or older, the statutory maximum amount of contributions allowed is \$27,000 and \$26,000 for years ended 2022 and 2021. During 2022 and 2021, the sponsor elected to make matching contributions of 100% of the first three percent of eligible compensation, and 50% of the next two percent of eligible compensation. During 2022 and 2021, the Plan had an automatic enrollment contribution of 3%. Rollover contributions from another qualified plan are permitted under the Plan agreement.

In June 2022, as part of the termination and liquidation of the Prosperity Service Group, LLC Retirement Plan (the Retirement Plan), the Retirement Plan transferred \$979,000 to the Plan. Of the total, \$555,000 of the balance received from the Retirement Plan was allocated to qualified Plan participant accounts and the remaining amount will be used to pay future Plan expenses.

Investment of assets

Participants direct their contributions and the sponsor's contributions to one or more investment options provided by the Plan. The Plan's funds are invested in mutual funds, common collective trusts, and a guaranteed investment account with Prudential Insurance Company of America (PICA). Participant accounts are segregated for the purpose of determining gains and losses on the investments.

Vesting

Participants are immediately vested in all contributions except for profit sharing contributions, which were discontinued effective January 15, 2010. Profit sharing contributions are vested based on years of service; participants are not vested until completion of three years of service.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note A - Description of Plan (continued)

Forfeitures

Forfeitures of non-vested participant accounts are used to either reduce administrative expenses or are used to reduce the sponsor's matching contribution in the year the participant withdraws from the Plan or after the participant has incurred five consecutive breaks in vesting service. During 2022 and 2021, \$5,767 and \$2,223 of forfeited non-vested accounts, respectively, were used to reduce the sponsor's contributions and to pay administrative expenses. At December 31, 2022 and 2021, \$0 and \$1,989 was available to offset future contributions and expenses, respectively.

Payment of benefits

Employee contributions and sponsor matching contributions are available for distribution to participants upon death, disability, termination of employment, or retirement and are subject to the applicable provisions of the Plan agreement. Up to 100% of the participant's vested account balance can be paid in a lump-sum, direct rollover to another qualified plan, or installments to the participants or their beneficiaries. At December 31, 2022 and 2021, no benefit distributions had been requested by Plan participants but not yet paid. Benefits are recorded when paid.

Notes receivable from participants

Plan participants may borrow an amount not to exceed the lesser of (1) \$50,000 reduced by the excess, if any, of the highest outstanding balance of the participant's loans during the preceding one-year period over the outstanding balance of the participant's loan on the date of the loan; or (2) 50% of the participant's vested interest. Loan terms range from one to five years. A loan is secured by the balance in the participant's account and bears interest at a rate commensurate with market rates for similar loans, as defined in the Plan. For the years ended December 31, 2022 and 2021, the interest rates ranged from 4.25% to 7.25% for all outstanding loans. Principal and interest are paid ratably through monthly payroll deductions.

Notes receivable from participants are reported at their unpaid principal balances plus any accrued, but unpaid, interest. No allowance is required as delinquent loans become due and payable immediately upon default. If a distributable event has occurred, the Plan Administrator shall direct Fidelity to foreclose on the delinquent note receivable and offset the participant's vested interest in his or her account by the outstanding balance of the note receivable. If a distributable event has not occurred, the Plan Administrator shall direct Fidelity to foreclose on the delinquent note receivable and offset the participant's vested interest in his or her account as soon as a distributable event has occurred.

Plan termination

Although the sponsor has not expressed any intent to do so, it has the right under the Plan to terminate the Plan subject to the provisions of ERISA. Upon termination, all amounts credited to participant accounts become 100% vested.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note B - Significant Accounting Policies

Basis of accounting and use of estimates

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP). The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions which affect the reported amounts of net assets available for benefits at the date of the financial statements, disclosures of contingent assets and liabilities, and the reported changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Investment valuation and income recognition

Investments are stated at fair value, except for the PICA guaranteed interest account, which is stated at contract value (see Note E). Current accounting guidance establishes a three-level hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets (Level 1), the next priority to quoted prices for identical assets in inactive markets or similar assets in active markets (Level 2), and the lowest priority to unobservable inputs (Level 3).

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

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation/depreciation in value of investments on the statements of changes in net assets available for benefits consist of the Plan's gains and losses on investments purchased and sold as well as held during the year.

Administrative expenses

The Plan is responsible for payment of fees; however the sponsor may pay the Plan's expenses. Transaction charges for loan and benefit payment transactions are paid by the Plan by reducing the balances of those participants initiating the transactions. Investment related expenses are included in the net change in fair value of investments.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note C - Income Tax Status

The Plan, as adopted is a volume submitter 401(k) plan sponsored by Fidelity Management & Research Company (FMR), which does not require an application for a determination letter from the Internal Revenue Service (IRS). The volume submitter plan has received an advisory opinion letter from the IRS dated June 30, 2020, stating that the Plan, as then designed, is qualified under section 401(a) of the Internal Revenue Code (the Code) and is therefore exempt from taxation. The sponsor has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The sponsor is not aware of any course or series of events that have occurred that might adversely affect the Plan's qualified status.

The sponsor analyzed the tax positions taken by the Plan and concluded that as of December 31, 2022 and 2021, there are no uncertain positions taken or expected to be taken that would require recognition or disclosure within the financial statements. No tax planning strategies were used in 2022 and 2021.

Note D - Information Certified by Plan Trustee

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and ERISA-required supplemental schedule including investments and notes receivable from participants held at December 31, 2022 and 2021, and net change in fair value of investments, interest and dividend income, and interest on notes receivable from participants for the years ended December 31, 2022 and 2021, were obtained by management and agreed to information provided to the Plan sponsor and certified as complete and accurate by Fidelity, in accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Note E - Investments

The Plan's investments in shares of mutual funds are valued at readily determinable quoted market prices that the Plan has the ability to access at year end.

The Plan's interest in collective trusts are valued based on the net asset value (NAV) of shares held by the Plan at year end, which is used as a practical expedient to estimate fair value. The NAV is determined by dividing the fund's net assets at fair value by its units outstanding at each valuation date. The Plan's interest in these funds are valued based on information reported by the investment advisor using the audited financial statements of the collective trust at December 31, 2022.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note E - Investments (continued)

The Plan has a fully benefit-responsive investment contract with PICA. The terms of the contract prohibit transfer or assignment of rights under the contract and provide for all distributions at contract value, frequent resetting of contractual interest rates based upon market conditions, no significant liquidity restrictions, and no defined maturities. PICA maintains the contributions in a general account which is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the financial statements at contract value as reported to the Plan by PICA. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

A Plan-sponsor-initiated termination of the contract is an event that could limit the ability of the Plan to transact at contract value paid within 60 days. In this instance, contract value could be paid over time at the Plan sponsor's discretion or over a one-year period after the application of market value adjustments. The Plan sponsor does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring. There are no events that allow the issuer to terminate the contract and require the Plan sponsor to settle at an amount different than contract value paid either within 60 days or over time.

The following tables show how the Plan's investments, measured at fair value, are categorized in accordance with the fair value hierarchy as of December 31, 2022 and 2021.

Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds, fair value	<u>\$ 26,758,264</u>	<u>\$ -</u>	<u>\$ -</u>	\$ 26,758,264
Common/collective trusts, NAV (a)				<u>3,662,818</u>
Total investments at fair value				<u>\$ 30,421,082</u>

Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds, fair value	<u>\$ 36,163,230</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 36,163,230</u>

(a) Investments measured at fair value using NAV 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 tables above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statements of net assets available for benefits.

The Plan's investments held in Fidelity funds represent 49% and 54% of the Plan's total assets as of December 31, 2022 and 2021, respectively.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note E - Investments (continued)

The following table summarizes the Plan's investments reported at NAV as of December 31:

<u>December 31, 2022</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Wilmington Trust SCV Small Cap Growth II R1	\$ 304,755	\$ -	Daily	None
Wilmington Trust Emerging Markets Fund Class R1	200,344	-	Daily	None
Wilmington Trust Mid Cap Growth R1	2,429,527	-	Daily	None
Wilmington Trust Collective Investment Trust - Small Cap Value Fund	<u>728,192</u>	<u>-</u>	Daily	None
Total	<u>\$ 3,662,818</u>	<u>\$ -</u>		

Note F - Transactions with Parties-in-interest

Certain Plan investments are shares of mutual funds managed by Fidelity Investments, Inc., which is related to Fidelity. Fidelity is the Plan trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

Certain Plan expenses, primarily audit, trustee, record-keeping and regulatory compliance fees, are paid directly by the sponsor. Additionally, personnel of the sponsor perform administrative functions for the Plan at no charge to the Plan. Participant loans also qualify as party-in-interest transactions.

Note G - Risks and Uncertainties

The Plan invests in various investment securities which 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 H - Subsequent Events

The Plan has evaluated subsequent events through October 4, 2023, the date on which these financial statements were available to be issued, and considered any relevant matters in the preparation of the financial statements and note disclosures.

Prosperity Service Group, LLC 401(k) Plan

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

EIN: 352491143 PN: 006

As of December 31, 2022

(a) Party-in- interest	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment	(d) Cost	(e) Current Value
	Prudential GIA	Guaranteed Investment Fund	**	\$ 7,404,871
*	Fidelity Contrafund K6	Mutual Fund	**	4,480,154
*	Fidelity 500 Index	Mutual Fund	**	4,347,963
*	Fidelity Total Bond K6	Mutual Fund	**	1,833,448
	HTFD Intl Opps R6	Mutual Fund	**	1,883,312
*	Fidelity Freedom 2030 K6	Mutual Fund	**	1,768,264
*	Fidelity U.S. Bond Index	Mutual Fund	**	582,439
*	Fidelity Extended Market Index	Mutual Fund	**	941,983
*	Fidelity Freedom 2035 K6	Mutual Fund	**	1,396,830
	American Funds American Balanced Fund Class R6	Mutual Fund	**	686,998
*	Fidelity Freedom 2040 K6	Mutual Fund	**	862,640
*	Fidelity Freedom 2020 K6	Mutual Fund	**	171,458
*	Fidelity Freedom Income K6	Mutual Fund	**	241,093
*	Fidelity Freedom 2010 K6	Mutual Fund	**	169,755
*	Fidelity Freedom 2015 K6	Mutual Fund	**	301,701
*	Fidelity Freedom 2045 K6	Mutual Fund	**	667,119
*	Fidelity International Index	Mutual Fund	**	169,225
*	Fidelity Freedom 2055 K6	Mutual Fund	**	205,984
*	Fidelity Freedom 2050 K6	Mutual Fund	**	252,035
*	Fidelity Freedom 2060 K6	Mutual Fund	**	126,243
*	Fidelity Freedom 2025 K6	Mutual Fund	**	64,411
*	Fidelity Freedom 2005 K6	Mutual Fund	**	46,018
*	Fidelity Freedom 2065 K6	Mutual Fund	**	194,292
	Wilmington Trust SCV Small Cap Growth II R1	Collective Investment Trust	**	304,755
	Wilmington Trust Emerging Markets Fund Class R1	Collective Investment Trust	**	200,345
	Wilmington Trust Mid Cap Growth R1	Collective Investment Trust	**	2,429,526
	Wilmington Trust Collective Investment Trust - Small Cap Value Fund	Collective Investment Trust	**	728,192
	Vanguard Equity Income Adm	Mutual Fund	**	4,134,658
	DFA INF PRT SEC PORT	Mutual Fund	**	10,366
	PGIM HIGH YIELD R6	Mutual Fund	**	15,997
	Victory Sycamore Established Value R6	Mutual Fund	**	1,203,878
				<u>37,825,953</u>
*	Notes receivable from participants	4.25%-7.25%	0	<u>390,500</u>
	Total assets held for investment purposes			<u><u>\$ 38,216,453</u></u>

* Represents party-in-interest to the Plan

**Cost information is not required for participant-directed investments.

This schedule was prepared based on information certified by Fidelity Management Trust Company, the Plan trustee.



JohnsonLambert LLP
cpas + consultants

Prosperity Service Group, LLC 401(k) Plan

Financial Statements and Supplemental Schedule

*Years ended December 31, 2022 and 2021
with Report of Independent Auditors*

Prosperity Service Group, LLC 401(k) Plan
Financial Statements and Supplemental Schedule
Years ended December 31, 2022 and 2021

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Report of Independent Auditors

Plan Administrator
Prosperity Service Group, LLC 401(k) Plan

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

We have performed audits of the financial statements of Prosperity Service 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 statements of net assets available for benefits as of December 31, 2022 and 2021, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's 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 December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note D 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 accounting principles generally accepted in the United States of America.
- 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 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 accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

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

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 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 audits 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 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 accounting principles generally accepted in the United States of America.

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 accounting principles generally accepted in the United States of America.

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

Other Matter - Supplemental Schedule Required by ERISA

The supplemental schedule, Schedule H, Line 4i - Schedule of Assets Held at End of Year as of December 31, 2022 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor'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 schedule, other than that agreed to or derived from the certified investment information, has been subjected to the 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 schedule 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 schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule 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).

A handwritten signature in black ink that reads "Johnson Lambert LLP". The signature is written in a cursive, flowing style.

Raleigh, North Carolina
October 4, 2023

Prosperity Service Group, LLC 401(k) Plan

Statements of Net Assets Available for Benefits

	December 31,	
	<u>2022</u>	<u>2021</u>
Assets:		
Investments, fair value		
Mutual funds	\$ 26,758,264	\$ 36,163,230
Common/collective trusts	3,662,818	-
Investments, contract value	7,404,871	6,414,638
Notes receivable from participants	<u>390,500</u>	<u>435,790</u>
Net assets available for benefits	<u>\$ 38,216,453</u>	<u>\$ 43,013,658</u>

See accompanying notes to the financial statements.

Prosperity Service Group, LLC 401(k) Plan

Statements of Changes in Net Assets Available for Benefits

	Year ended December 31,	
	<u>2022</u>	<u>2021</u>
Investment (Loss) Income		
Net (depreciation) appreciation in value of investments carried at fair value	\$ (8,055,661)	\$ 2,430,891
Net appreciation in value of investments carried at contract value	85,822	80,067
Interest and dividends on investments	1,280,470	2,723,126
Interest on notes receivable from participants	<u>19,538</u>	<u>24,067</u>
Total investment and other (loss) income	<u>(6,669,831)</u>	<u>5,258,151</u>
Contributions		
Participants	2,053,549	1,475,794
Participant rollovers	162,123	1,375,096
Employer	<u>1,927,232</u>	<u>678,048</u>
Total contributions	<u>4,142,904</u>	<u>3,528,938</u>
Distributions		
Benefit payments	2,221,012	3,729,852
Administrative expenses	49,266	47,972
Other	<u>-</u>	<u>(5,292)</u>
Total distributions	<u>2,270,278</u>	<u>3,772,532</u>
Net change in net assets available for benefits	(4,797,205)	5,014,557
Net assets available for benefits, beginning of year	<u>43,013,658</u>	<u>37,999,101</u>
Net assets available for benefits, end of year	<u>\$ 38,216,453</u>	<u>\$ 43,013,658</u>

See accompanying notes to the financial statements.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements

Years ended December 31, 2022 and 2021

Note A - Description of Plan

The following description of the Prosperity Service 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 covering all eligible employees of Prosperity Service Group, LLC (the sponsor). The sponsor also serves as the Plan Administrator. Fidelity Management Trust Company (Fidelity) is the Plan's trustee. Pursuant to an agreement, Fidelity also provides specified regulatory and administrative services to the Plan. The Plan is subject to the requirements of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Contributions

Plan participants may contribute up to 75% of their eligible compensation on a pre-tax basis each Plan year, subject to certain limitations established by law. Effective April 1, 2019, the Plan was amended to allow participant contributions on a post-tax Roth basis. The statutory maximum amount of contributions allowed is \$20,500 and \$19,500 for those under age 50 for years ended 2022 and 2021. For those ages 50 or older, the statutory maximum amount of contributions allowed is \$27,000 and \$26,000 for years ended 2022 and 2021. During 2022 and 2021, the sponsor elected to make matching contributions of 100% of the first three percent of eligible compensation, and 50% of the next two percent of eligible compensation. During 2022 and 2021, the Plan had an automatic enrollment contribution of 3%. Rollover contributions from another qualified plan are permitted under the Plan agreement.

In June 2022, as part of the termination and liquidation of the Prosperity Service Group, LLC Retirement Plan (the Retirement Plan), the Retirement Plan transferred \$979,000 to the Plan. Of the total, \$555,000 of the balance received from the Retirement Plan was allocated to qualified Plan participant accounts and the remaining amount will be used to pay future Plan expenses.

Investment of assets

Participants direct their contributions and the sponsor's contributions to one or more investment options provided by the Plan. The Plan's funds are invested in mutual funds, common collective trusts, and a guaranteed investment account with Prudential Insurance Company of America (PICA). Participant accounts are segregated for the purpose of determining gains and losses on the investments.

Vesting

Participants are immediately vested in all contributions except for profit sharing contributions, which were discontinued effective January 15, 2010. Profit sharing contributions are vested based on years of service; participants are not vested until completion of three years of service.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note A - Description of Plan (continued)

Forfeitures

Forfeitures of non-vested participant accounts are used to either reduce administrative expenses or are used to reduce the sponsor's matching contribution in the year the participant withdraws from the Plan or after the participant has incurred five consecutive breaks in vesting service. During 2022 and 2021, \$5,767 and \$2,223 of forfeited non-vested accounts, respectively, were used to reduce the sponsor's contributions and to pay administrative expenses. At December 31, 2022 and 2021, \$0 and \$1,989 was available to offset future contributions and expenses, respectively.

Payment of benefits

Employee contributions and sponsor matching contributions are available for distribution to participants upon death, disability, termination of employment, or retirement and are subject to the applicable provisions of the Plan agreement. Up to 100% of the participant's vested account balance can be paid in a lump-sum, direct rollover to another qualified plan, or installments to the participants or their beneficiaries. At December 31, 2022 and 2021, no benefit distributions had been requested by Plan participants but not yet paid. Benefits are recorded when paid.

Notes receivable from participants

Plan participants may borrow an amount not to exceed the lesser of (1) \$50,000 reduced by the excess, if any, of the highest outstanding balance of the participant's loans during the preceding one-year period over the outstanding balance of the participant's loan on the date of the loan; or (2) 50% of the participant's vested interest. Loan terms range from one to five years. A loan is secured by the balance in the participant's account and bears interest at a rate commensurate with market rates for similar loans, as defined in the Plan. For the years ended December 31, 2022 and 2021, the interest rates ranged from 4.25% to 7.25% for all outstanding loans. Principal and interest are paid ratably through monthly payroll deductions.

Notes receivable from participants are reported at their unpaid principal balances plus any accrued, but unpaid, interest. No allowance is required as delinquent loans become due and payable immediately upon default. If a distributable event has occurred, the Plan Administrator shall direct Fidelity to foreclose on the delinquent note receivable and offset the participant's vested interest in his or her account by the outstanding balance of the note receivable. If a distributable event has not occurred, the Plan Administrator shall direct Fidelity to foreclose on the delinquent note receivable and offset the participant's vested interest in his or her account as soon as a distributable event has occurred.

Plan termination

Although the sponsor has not expressed any intent to do so, it has the right under the Plan to terminate the Plan subject to the provisions of ERISA. Upon termination, all amounts credited to participant accounts become 100% vested.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note B - Significant Accounting Policies

Basis of accounting and use of estimates

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP). The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions which affect the reported amounts of net assets available for benefits at the date of the financial statements, disclosures of contingent assets and liabilities, and the reported changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Investment valuation and income recognition

Investments are stated at fair value, except for the PICA guaranteed interest account, which is stated at contract value (see Note E). Current accounting guidance establishes a three-level hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets (Level 1), the next priority to quoted prices for identical assets in inactive markets or similar assets in active markets (Level 2), and the lowest priority to unobservable inputs (Level 3).

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

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation/depreciation in value of investments on the statements of changes in net assets available for benefits consist of the Plan's gains and losses on investments purchased and sold as well as held during the year.

Administrative expenses

The Plan is responsible for payment of fees; however the sponsor may pay the Plan's expenses. Transaction charges for loan and benefit payment transactions are paid by the Plan by reducing the balances of those participants initiating the transactions. Investment related expenses are included in the net change in fair value of investments.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note C - Income Tax Status

The Plan, as adopted is a volume submitter 401(k) plan sponsored by Fidelity Management & Research Company (FMR), which does not require an application for a determination letter from the Internal Revenue Service (IRS). The volume submitter plan has received an advisory opinion letter from the IRS dated June 30, 2020, stating that the Plan, as then designed, is qualified under section 401(a) of the Internal Revenue Code (the Code) and is therefore exempt from taxation. The sponsor has determined that it is eligible to and has chosen to rely on the current IRS volume submitter plan opinion letter. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The sponsor is not aware of any course or series of events that have occurred that might adversely affect the Plan's qualified status.

The sponsor analyzed the tax positions taken by the Plan and concluded that as of December 31, 2022 and 2021, there are no uncertain positions taken or expected to be taken that would require recognition or disclosure within the financial statements. No tax planning strategies were used in 2022 and 2021.

Note D - Information Certified by Plan Trustee

Certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and ERISA-required supplemental schedule including investments and notes receivable from participants held at December 31, 2022 and 2021, and net change in fair value of investments, interest and dividend income, and interest on notes receivable from participants for the years ended December 31, 2022 and 2021, were obtained by management and agreed to information provided to the Plan sponsor and certified as complete and accurate by Fidelity, in accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Note E - Investments

The Plan's investments in shares of mutual funds are valued at readily determinable quoted market prices that the Plan has the ability to access at year end.

The Plan's interest in collective trusts are valued based on the net asset value (NAV) of shares held by the Plan at year end, which is used as a practical expedient to estimate fair value. The NAV is determined by dividing the fund's net assets at fair value by its units outstanding at each valuation date. The Plan's interest in these funds are valued based on information reported by the investment advisor using the audited financial statements of the collective trust at December 31, 2022.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note E - Investments (continued)

The Plan has a fully benefit-responsive investment contract with PICA. The terms of the contract prohibit transfer or assignment of rights under the contract and provide for all distributions at contract value, frequent resetting of contractual interest rates based upon market conditions, no significant liquidity restrictions, and no defined maturities. PICA maintains the contributions in a general account which is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The contract is included in the financial statements at contract value as reported to the Plan by PICA. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

A Plan-sponsor-initiated termination of the contract is an event that could limit the ability of the Plan to transact at contract value paid within 60 days. In this instance, contract value could be paid over time at the Plan sponsor's discretion or over a one-year period after the application of market value adjustments. The Plan sponsor does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring. There are no events that allow the issuer to terminate the contract and require the Plan sponsor to settle at an amount different than contract value paid either within 60 days or over time.

The following tables show how the Plan's investments, measured at fair value, are categorized in accordance with the fair value hierarchy as of December 31, 2022 and 2021.

Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds, fair value	<u>\$ 26,758,264</u>	<u>\$ -</u>	<u>\$ -</u>	\$ 26,758,264
Common/collective trusts, NAV (a)				<u>3,662,818</u>
Total investments at fair value				<u>\$ 30,421,082</u>

Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds, fair value	<u>\$ 36,163,230</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 36,163,230</u>

(a) Investments measured at fair value using NAV 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 tables above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statements of net assets available for benefits.

The Plan's investments held in Fidelity funds represent 49% and 54% of the Plan's total assets as of December 31, 2022 and 2021, respectively.

Prosperity Service Group, LLC 401(k) Plan

Notes to Financial Statements (Continued)

Note E - Investments (continued)

The following table summarizes the Plan's investments reported at NAV as of December 31:

<u>December 31, 2022</u>	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Wilmington Trust SCV Small Cap Growth II R1	\$ 304,755	\$ -	Daily	None
Wilmington Trust Emerging Markets Fund Class R1	200,344	-	Daily	None
Wilmington Trust Mid Cap Growth R1	2,429,527	-	Daily	None
Wilmington Trust Collective Investment Trust - Small Cap Value Fund	728,192	-	Daily	None
Total	<u>\$ 3,662,818</u>	<u>\$ -</u>		

Note F - Transactions with Parties-in-interest

Certain Plan investments are shares of mutual funds managed by Fidelity Investments, Inc., which is related to Fidelity. Fidelity is the Plan trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

Certain Plan expenses, primarily audit, trustee, record-keeping and regulatory compliance fees, are paid directly by the sponsor. Additionally, personnel of the sponsor perform administrative functions for the Plan at no charge to the Plan. Participant loans also qualify as party-in-interest transactions.

Note G - Risks and Uncertainties

The Plan invests in various investment securities which 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 H - Subsequent Events

The Plan has evaluated subsequent events through October 4, 2023, the date on which these financial statements were available to be issued, and considered any relevant matters in the preparation of the financial statements and note disclosures.

Prosperity Service Group, LLC 401(k) Plan

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

EIN: 352491143 PN: 006

As of December 31, 2022

(a) Party-in- interest	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment	(d) Cost	(e) Current Value
	Prudential GIA	Guaranteed Investment Fund	**	\$ 7,404,871
*	Fidelity Contrafund K6	Mutual Fund	**	4,480,154
*	Fidelity 500 Index	Mutual Fund	**	4,347,963
*	Fidelity Total Bond K6	Mutual Fund	**	1,833,448
	HTFD Intl Opps R6	Mutual Fund	**	1,883,312
*	Fidelity Freedom 2030 K6	Mutual Fund	**	1,768,264
*	Fidelity U.S. Bond Index	Mutual Fund	**	582,439
*	Fidelity Extended Market Index	Mutual Fund	**	941,983
*	Fidelity Freedom 2035 K6	Mutual Fund	**	1,396,830
	American Funds American Balanced Fund Class R6	Mutual Fund	**	686,998
*	Fidelity Freedom 2040 K6	Mutual Fund	**	862,640
*	Fidelity Freedom 2020 K6	Mutual Fund	**	171,458
*	Fidelity Freedom Income K6	Mutual Fund	**	241,093
*	Fidelity Freedom 2010 K6	Mutual Fund	**	169,755
*	Fidelity Freedom 2015 K6	Mutual Fund	**	301,701
*	Fidelity Freedom 2045 K6	Mutual Fund	**	667,119
*	Fidelity International Index	Mutual Fund	**	169,225
*	Fidelity Freedom 2055 K6	Mutual Fund	**	205,984
*	Fidelity Freedom 2050 K6	Mutual Fund	**	252,035
*	Fidelity Freedom 2060 K6	Mutual Fund	**	126,243
*	Fidelity Freedom 2025 K6	Mutual Fund	**	64,411
*	Fidelity Freedom 2005 K6	Mutual Fund	**	46,018
*	Fidelity Freedom 2065 K6	Mutual Fund	**	194,292
	Wilmington Trust SCV Small Cap Growth II R1	Collective Investment Trust	**	304,755
	Wilmington Trust Emerging Markets Fund Class R1	Collective Investment Trust	**	200,345
	Wilmington Trust Mid Cap Growth R1	Collective Investment Trust	**	2,429,526
	Wilmington Trust Collective Investment Trust - Small Cap Value Fund	Collective Investment Trust	**	728,192
	Vanguard Equity Income Adm	Mutual Fund	**	4,134,658
	DFA INF PRT SEC PORT	Mutual Fund	**	10,366
	PGIM HIGH YIELD R6	Mutual Fund	**	15,997
	Victory Sycamore Established Value R6	Mutual Fund	**	1,203,878
				<u>37,825,953</u>
*	Notes receivable from participants	4.25%-7.25%	0	<u>390,500</u>
	Total assets held for investment purposes			<u><u>\$ 38,216,453</u></u>

* Represents party-in-interest to the Plan

**Cost information is not required for participant-directed investments.

This schedule was prepared based on information certified by Fidelity Management Trust Company, the Plan trustee.