

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 <u>01/01/2022</u> and ending <u>12/31/2022</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report ☐ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C If the plan is a collectively-bargained plan, check here. ▶	☐
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶	☐

Part II	Basic Plan Information —enter all requested information		
1a Name of plan	ROARK CAPITAL MANAGEMENT LLC 401(K) PROFIT SHARING PLAN & TRUST		1b Three-digit plan number (PN) ▶ <u>001</u>
			1c Effective date of plan <u>01/01/2008</u>
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)	ROARK CAPITAL MANAGEMENT LLC 1180 PEACHTREE ST NE STE 2500 ATLANTA, GA 30309-7524		2b Employer Identification Number (EIN) <u>06-1735341</u> 2c Plan Sponsor's telephone number <u>404-591-5200</u> 2d Business code (see instructions) <u>523900</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/09/2023	TRACY HAAS
	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

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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		5 130
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).		
a(1) Total number of active participants at the beginning of the plan year		6a(1) 112
a(2) Total number of active participants at the end of the plan year		6a(2) 121
b Retired or separated participants receiving benefits		6b 0
c Other retired or separated participants entitled to future benefits.....		6c 24
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 145
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 145
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 136
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2A 2E 2F 2G 2J 2K 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 0 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 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>ROARK CAPITAL MANAGEMENT LLC 401(K) PROFIT SHARING PLAN & TRUST</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">B Three-digit plan number (PN) ►</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2" style="height: 20px;"></td> </tr> </table>		B Three-digit plan number (PN) ►	<u>001</u>		
B Three-digit plan number (PN) ►	<u>001</u>					
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ROARK CAPITAL MANAGEMENT LLC</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">D Employer Identification Number (EIN) <u>06-1735341</u></td> <td style="width: 20%;"></td> </tr> </table>		D Employer Identification Number (EIN) <u>06-1735341</u>			
D Employer Identification Number (EIN) <u>06-1735341</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	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....		1b(1) 0	438081
(2) Participant contributions.....		1b(2) 0	322192
(3) Other.....		1b(3) 0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....		1c(1) 1764076	1410164
(2) U.S. Government securities		1c(2) 0	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred		1c(3)(A) 0	
(B) All other		1c(3)(B) 0	
(4) Corporate stocks (other than employer securities):			
(A) Preferred		1c(4)(A) 0	
(B) Common.....		1c(4)(B) 0	
(5) Partnership/joint venture interests		1c(5) 0	
(6) Real estate (other than employer real property)		1c(6) 0	
(7) Loans (other than to participants).....		1c(7) 0	
(8) Participant loans.....		1c(8) 47364	123691
(9) Value of interest in common/collective trusts.....		1c(9) 0	0
(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) 26021240	23510222
(14) Value of funds held in insurance company general account (unallocated contracts).....		1c(14)	
(15) Other		1c(15) 0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	
(2) Employer real property	1d(2)	0	
e Buildings and other property used in plan operation	1e	0	
f Total assets (add all amounts in lines 1a through 1e)	1f	27832680	25804350

Liabilities

g Benefit claims payable	1g	0	
h Operating payables	1h	0	
i Acquisition indebtedness	1i	0	
j Other liabilities	1j	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	27832680	25804350
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	1461016	
(B) Participants	2a(1)(B)	1882809	
(C) Others (including rollovers)	2a(1)(C)	620179	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		3964004
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	18933	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	4289	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		23222
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	575405	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		575405
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(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)		-6127116
c Other income	2c		272704
d Total income. Add all income amounts in column (b) and enter total	2d		-1291781
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	735574	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		735574
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	975	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	0	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		975
j Total expenses. Add all expense amounts in column (b) and enter total	2j		736549
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-2028330
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

b 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: PRICEWATERHOUSECOOPERS

(2) EIN: 13-4008324

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		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?			
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)			
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k		X	
l Has the plan failed to provide any benefit when due under the plan?			
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n		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 ROARK CAPITAL MANAGEMENT LLC 401(K) PROFIT SHARING PLAN & TRUST		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 ROARK CAPITAL MANAGEMENT LLC		D Employer Identification Number (EIN) 06-1735341
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): 16-1470238		
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		
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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 _____

Roark Capital Management, LLC
401(k) Profit Sharing Plan & Trust
Financial Statements and Supplemental Schedule
As of December 31, 2022 and 2021 and for the year
ended December 31, 2022

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust
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Report of Independent Auditors

To the Administrator of Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Opinion

We have audited the accompanying financial statements of Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2022 and 2021, and the related statement of changes in net assets available for benefits for the year ended December 31, 2022, including the related notes (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2022 and 2021, and the changes in its net assets available for benefits for the year ended December 31, 2022, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditors' 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 audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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.

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 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.



Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US 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 US 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.

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.

Supplemental Schedule Required by ERISA

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2022 ("supplemental schedule"), 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 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 US GAAS.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, 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 information in the accompanying supplemental schedule 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.

PricewaterhouseCoopers LLP

Atlanta, Georgia
October 6, 2023

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust
Statements of Net Assets Available for Benefits
As of December 31, 2022 and 2021

Assets	2022	2021
Investments, at fair value	\$ 24,920,385	27,785,316
Receivables		
Employer contribution receivable	438,081	204,822
Employee contribution receivable	322,193	67,882
Notes receivable from participants	123,691	47,364
Total assets	<u>\$ 25,804,350</u>	<u>\$ 28,105,384</u>
Net assets available for benefits	<u>\$ 25,804,350</u>	<u>\$ 28,105,384</u>

The accompanying notes are an integral part of these financial statements

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust
Statement of Changes in Net Assets Available for Benefits
For the year ended December 31, 2022

Additions/(reductions) to net assets available for benefits attributed to:

Investment income:

Interest and dividend income	\$	594,338
Interest income on notes receivable from participants		4,289
Net investments gain/loss from registered investments		(6,127,117)

Contributions:

Employer		1,461,016
Participants		1,882,810
Rollover Contribution		620,179

Total additions/(reductions)		(1,564,485)
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Deductions to net assets available for benefits attributed to:

Benefit payments	\$	(735,574)
Contract administrator fees		(975)

Total deductions		(736,549)
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Net decrease	\$	(2,301,034)
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Net assets available for benefits:

Balance at beginning of year	\$	28,105,384
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Balance at end of year	\$	25,804,350
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The accompanying notes are an integral part of these financial statements

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

1. Description of the Plan

The following description of The Roark Capital Management, LLC 401(k) Profit Sharing Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan's Summary Plan Description and any supplements thereto for a more complete description of applicable Plan provisions.

Plan Sponsor and Participating Employers

Roark Capital Management, LLC (the "Company") is the Plan Sponsor. Participating employers in the Plan include the Company only.

Plan Administrator

The Plan is administered by the Roark Capital Management, LLC 401(k) Plan Investment Committee (the Committee). Members of the Committee serve as employees of the Company and act by majority vote. The Committee has overall responsibility for the operation and administration of the Plan, including the power to construe and interpret the Plan, decide all questions that arise thereunder, and to delegate responsibilities.

Plan Trustee

Mid Atlantic Trust Company (the Trustee) is the Plan Trustee.

General

The Plan is a defined contribution retirement plan providing retirement benefits for the employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Full-time employees over 21 years of age are eligible to participate in the Plan immediately upon hire and may voluntarily elect to participate.

Participant Contributions

All employees covered by the Plan are eligible to make pre-tax and Roth (after-tax) contributions as soon as administratively practical after employment commences. Each participant may elect to make pre-tax and Roth (after-tax) contributions to the Plan through payroll deductions from participant's Plan-eligible compensation (as defined in the Plan document) for each pay period, subject to annual individual deferral limitations under the United States Internal Revenue Code (IRC). A participant who is eligible to make elective contributions and is at least age 50 may make catch-up contributions subject to IRC limits. Participants may also contribute amounts representing eligible rollover distributions from other qualified plans.

Employer Contributions

All active participants in the Plan are eligible to receive company matching contributions. The company matching contribution is calculated and allocated to the participant's account on a pay period basis and equals up to 6% of Plan-eligible compensation (subject to the Plan's applicable match-eligible compensation limit) contributed by the participant for the pay period. The company matching contribution is made in cash and directed to the same investment choices as the pre-tax and/or Roth (after-tax) contributions. An end of year "true-up" matching contribution is also provided, where applicable. The employer matching contributions were \$1,461,016 for the year ended December 31, 2022 (includes contribution receivable of \$438,081).

The Company also may choose to make a contribution to the Plan as a profit-sharing contribution. Profit sharing contributions are fully vested. To qualify to receive profit-sharing contributions, an employee must meet the age eligibility requirements and be employed on the last day of the Plan year. For the year ended December 31, 2022, there were no profit-sharing contributions.

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

All eligible participants are eligible for nonelective employer contributions. Nonelective contributions are contributions the Company may make into the Plan to satisfy certain nondiscrimination tests that apply to the Plan. The amount of the nonelective contributions is determined by the Company each year. These contributions will be allocated to certain participants and will always be fully vested. For the year ended December 31, 2022, there were no nonelective employer contributions.

Payment of Benefits

While still in service, participants may generally withdraw employee and employer vested contributions as follows: (1) Employee contributions may be withdrawn in the case of financial hardship within the meaning of Section 401(k) of the Internal Revenue Code (IRC), disability or after age 59½;

(2) Company matching contributions may be withdrawn in the case of disability or after age 59½.

Following a participant's death, disability, retirement or other separation from service, all vested amounts held in the Plan for a participant's benefit are payable in a single lump sum. A participant or a beneficiary may receive distributions under one of several options. The options are as follows: a lump-sum distribution of cash, transfer to an individual retirement account or other brokerage account, or, in the event of a disability, or an eligible beneficiary, a withdrawal in the form of a single lump sum or in quarterly or annual installments. The Plan provides other payment methods for certain participants in predecessor plans merged with the Plan.

Vesting of Benefits

Each participant is 100% vested in the participant's pre-tax, Roth (after-tax), company matching, profit sharing (if any), nonelective employer (if any) and rollover contributions to the Plan as well as earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's pre-tax, Roth (after-tax), rollover, and company matching, profit sharing and nonelective contributions, as well as earnings thereon. Earnings are allocated to a participant's account on a daily basis based on the participant's account balance in relation to the total fund balance. There are total Plan administrative fees of \$30 per quarter and \$71.67 per month that are charged to participant accounts pro-rata based on participant balances.

Participant Notes Receivable

Generally, active participants in the Plan are eligible for loans from the Plan. General purpose loans have a term of 1 to 5 years, and principal residence loans have a term of 1 to 15 years. Loans from the Plan shall be in a minimum amount of \$1,000. The maximum amount of an outstanding loan cannot exceed the lesser of 95% of one-half the vested account balance, or 95% of the total vested account balance excluding the Roth Elective Deferral balance. Under no event will the loan amount exceed \$50,000. The \$50,000 is reduced by the highest outstanding loan balance during the one-year period ending on the day before the date the loan agreement becomes effective. Interest rates on loans are generally calculated based on the prime rate as published by the Wall Street Journal on the last business day of the first business day of the month the loan was obtained plus 1%. Interest rates on the loans are fixed. Interest rates ranged from 4.25 to 8.00% for loans to participants as of December 31, 2022 and from 4.25 to 6.25% as of December 31, 2021. No allowance for credit losses has been recorded as of December 31, 2022 or 2021.

Investment Options

The Plan provides participants with a total of 51 investment alternatives as of December 31, 2022. Investment alternatives include 1 money market fund, 23 equity funds, 6 international equity funds, 9 fixed income funds, and 12 balanced funds. Participants may elect to modify existing investment allocations on a periodic basis subject to the provisions of the Plan.

2. Summary of Significant Accounting Policies

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

Significant accounting policies of the Plan are summarized below:

Basis of Accounting

The financial statements are prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles (GAAP).

Management Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of Plan assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of Plan additions and deductions during the reporting period. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (see Note 4: Fair Value Measurements). Investment securities purchased and sold are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments sold as well as held during the year.

Participant Notes Receivable

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

Plan Expenses

Plan expenses are paid by the Company. Certain expenses are borne by participants based on their investment selections.

Payment of Benefits

Benefits are recorded when paid.

3. Risks and Uncertainties

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

4. Fair Value Measurements

Accounting Standards Codification (ASC) 820, Fair Value Measurement, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2 - Inputs to the valuation methodology include:

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement. The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value:

- *Money market funds* are valued at the net asset value of shares held by the Plan at year end;
- *Mutual funds* are valued at the net asset value of shares held by the Plan at year end.

There have been no changes in the methodologies used as of December 31, 2022 and 2021.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. All investments are classified as Level 1 in the valuation hierarchy as of December 31, 2022 and 2021.

5. Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event the Plan terminates, the total amounts credited to the accounts of each participant become fully vested and no further allocations shall be made.

6. Parties in interest and Related Party Transactions

Notes receivable from participants and related interest qualify as party-in-interest transactions. As the Plan Sponsor, the Company is considered a related party to the Plan.

7. Reconciliation to Form 5500

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

	December 31	
	2022	2021
Net assets available for benefits per the financial statements	\$ 25,804,350	\$ 28,105,384
Employer contribution receivable	-	(204,822)
Employee contribution receivable	-	(67,882)
Net assets available for benefits per Form 5500	\$ 25,804,350	\$ 27,832,680

The following is a reconciliation of total income per the financial statements to the Form 5500 for the year ended December 31, 2022:

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

Net decrease in Net assets available for benefits per the financial statements	\$	(2,301,034)
Prior year employer and employee receivables		272,704
Net income (loss) per the Form 5500	\$	(2,028,330)

8. Tax Status

The IRS has determined and informed the Company by a letter dated August 31, 2020, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC).

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. Subsequent Events

In preparing the Plan's financial statements, subsequent events and transactions have been evaluated for potential recognition through October 6, 2023. Plan management determined that there are no subsequent events or transactions that require disclosure to or adjustment in the financial statements.

The Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

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

12/31/2022

<u>Identity of Issuer, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>
<u>Money Market Funds</u>			
Federated Hermes	U.S. Treasury Cash Reserves	*	1,410,165
Total Money Market Funds		*	1,410,165
<u>Equity Funds</u>			
AMG	Yacktman Fund Class I	*	188,238
BlackRock	Technology Opportunities Fund Institutional Shares	*	872,065
iShares	Russell 2000 Small-Cap Index Fund Class K	*	191,588
BlackRock	Mid-Cap Growth Equity Portfolio Class K	*	116,679
BlackRock	Advantage Small Cap Core Fund Class K	*	560,373
Brown Advisory	Sustainable Growth Fund Institutional Shares	*	5,176
DFA	Real Estate Securities Portfolio Institutional	*	203,830
Fidelity	Value	*	246,790
Goldman Sachs	Mid Cap Value Fund Institutional Class	*	60,216
Goldman Sachs	Equity Income Fund Institutional Class	*	95,379
JPMorgan	Small Cap Growth Fund Class R6	*	458,953
T. Rowe	Price Blue Chip Growth Fund I Class	*	221,860
Schwab	S&P 500 Index	*	8,225,045
TIAA-CREF	Social Choice Equity Fund Institutional Class	*	13,920
Vanguard	Small Cap Value Index Fund Admiral Shares	*	691,660
Vanguard	High Dividend Yield Index Fund Admiral	*	1,111,177
Vanguard	Windsor Fund Admiral Shares	*	112,651
Vanguard	Large Cap Index Fund Admiral Shares	*	886,099
Vanguard	Mid-Cap Index Fund Admiral Shares	*	1,147,590
Allspring	Premier Large Company Growth Fund - Class Inst	*	648,276
Total Equity Funds		*	16,057,565
<u>International Equity Funds</u>			
Invesco	International Small-Mid Company Fund Class Y	*	843,590
JPMorgan	Emerging Markets Equity Fund Class R6	*	397,308
MFS	International Intrinsic Value Fund Class R4	*	222,382
Vanguard	International Growth Fund Admiral	*	640,772
Total International Equity Funds		*	2,104,052

The Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

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

12/31/2022

<u>Identity of Issuer, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>
<u>Fixed Income Funds</u>			
DFA	Inflation-Protected Securities Portfolio Institutional Class	*	541,666
Goldman Sachs	U.S. Mortgages Fund Institutional Shares	*	103,556
Goldman Sachs	Inflation Protected Securities Fund Institutional Shares	*	98,367
Metropolitan West	Total Return Bond Fund Class I	*	153,176
PGIM	High Yield Fund- Class Z	*	661,396
Vanguard	Intermediate-Term Bond Index Fund Admiral Shares	*	526,759
Vanguard	Short-Term Federal Fund Admiral	*	178,524
Total Fixed Income Funds		*	2,263,444
<u>Balanced Funds</u>			
BlackRock	Sustainable Balanced Fund Institutional Shares	*	137,947
Goldman Sachs	Income Builder Fund Investor Class	*	104,430
Vanguard	Target Retirement 2035 Fund	*	308,749
Vanguard	Target Retirement 2045 Fund	*	114,908
Vanguard	Target Retirement 2065 Fund	*	85,484
Vanguard	Target Retirement 2020 Fund	*	15,232
Vanguard	Target Retirement 2060 Fund	*	1,273,415
Vanguard	Target Retirement 2055 Fund	*	162,129
Vanguard	Target Retirement 2050 Fund	*	453,220
Vanguard	Target Retirement 2040 Fund	*	179,049
Vanguard	Target Retirement 2030 Fund	*	250,596
Total Balanced Funds		*	3,085,159
Total Investments			24,920,385
Participant loans			123,691
Total			25,044,076

* Cost information not required for participant-directed investments and, therefore, is not included.

Roark Capital Management, LLC
401(k) Profit Sharing Plan & Trust
Financial Statements and Supplemental Schedule
As of December 31, 2022 and 2021 and for the year
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Report of Independent Auditors

To the Administrator of Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Opinion

We have audited the accompanying financial statements of Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2022 and 2021, and the related statement of changes in net assets available for benefits for the year ended December 31, 2022, including the related notes (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2022 and 2021, and the changes in its net assets available for benefits for the year ended December 31, 2022, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditors' 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 audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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.

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 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.



Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US 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 US 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.

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.

Supplemental Schedule Required by ERISA

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. Schedule H, line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2022 ("supplemental schedule"), 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 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 US GAAS.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, 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 information in the accompanying supplemental schedule 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.

PricewaterhouseCoopers LLP

Atlanta, Georgia
October 6, 2023

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust
Statements of Net Assets Available for Benefits
As of December 31, 2022 and 2021

Assets	2022	2021
Investments, at fair value	\$ 24,920,385	27,785,316
Receivables		
Employer contribution receivable	438,081	204,822
Employee contribution receivable	322,193	67,882
Notes receivable from participants	123,691	47,364
Total assets	<u>\$ 25,804,350</u>	<u>\$ 28,105,384</u>
Net assets available for benefits	<u>\$ 25,804,350</u>	<u>\$ 28,105,384</u>

The accompanying notes are an integral part of these financial statements

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust
Statement of Changes in Net Assets Available for Benefits
For the year ended December 31, 2022

Additions/(reductions) to net assets available for benefits attributed to:

Investment income:

Interest and dividend income	\$	594,338
Interest income on notes receivable from participants		4,289
Net investments gain/loss from registered investments		(6,127,117)

Contributions:

Employer		1,461,016
Participants		1,882,810
Rollover Contribution		620,179

Total additions/(reductions)		(1,564,485)
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Deductions to net assets available for benefits attributed to:

Benefit payments	\$	(735,574)
Contract administrator fees		(975)

Total deductions		(736,549)
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Net decrease	\$	(2,301,034)
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Net assets available for benefits:

Balance at beginning of year	\$	28,105,384
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Balance at end of year	\$	25,804,350
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The accompanying notes are an integral part of these financial statements

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

1. Description of the Plan

The following description of The Roark Capital Management, LLC 401(k) Profit Sharing Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan's Summary Plan Description and any supplements thereto for a more complete description of applicable Plan provisions.

Plan Sponsor and Participating Employers

Roark Capital Management, LLC (the "Company") is the Plan Sponsor. Participating employers in the Plan include the Company only.

Plan Administrator

The Plan is administered by the Roark Capital Management, LLC 401(k) Plan Investment Committee (the Committee). Members of the Committee serve as employees of the Company and act by majority vote. The Committee has overall responsibility for the operation and administration of the Plan, including the power to construe and interpret the Plan, decide all questions that arise thereunder, and to delegate responsibilities.

Plan Trustee

Mid Atlantic Trust Company (the Trustee) is the Plan Trustee.

General

The Plan is a defined contribution retirement plan providing retirement benefits for the employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Full-time employees over 21 years of age are eligible to participate in the Plan immediately upon hire and may voluntarily elect to participate.

Participant Contributions

All employees covered by the Plan are eligible to make pre-tax and Roth (after-tax) contributions as soon as administratively practical after employment commences. Each participant may elect to make pre-tax and Roth (after-tax) contributions to the Plan through payroll deductions from participant's Plan-eligible compensation (as defined in the Plan document) for each pay period, subject to annual individual deferral limitations under the United States Internal Revenue Code (IRC). A participant who is eligible to make elective contributions and is at least age 50 may make catch-up contributions subject to IRC limits. Participants may also contribute amounts representing eligible rollover distributions from other qualified plans.

Employer Contributions

All active participants in the Plan are eligible to receive company matching contributions. The company matching contribution is calculated and allocated to the participant's account on a pay period basis and equals up to 6% of Plan-eligible compensation (subject to the Plan's applicable match-eligible compensation limit) contributed by the participant for the pay period. The company matching contribution is made in cash and directed to the same investment choices as the pre-tax and/or Roth (after-tax) contributions. An end of year "true-up" matching contribution is also provided, where applicable. The employer matching contributions were \$1,461,016 for the year ended December 31, 2022 (includes contribution receivable of \$438,081).

The Company also may choose to make a contribution to the Plan as a profit-sharing contribution. Profit sharing contributions are fully vested. To qualify to receive profit-sharing contributions, an employee must meet the age eligibility requirements and be employed on the last day of the Plan year. For the year ended December 31, 2022, there were no profit-sharing contributions.

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

All eligible participants are eligible for nonelective employer contributions. Nonelective contributions are contributions the Company may make into the Plan to satisfy certain nondiscrimination tests that apply to the Plan. The amount of the nonelective contributions is determined by the Company each year. These contributions will be allocated to certain participants and will always be fully vested. For the year ended December 31, 2022, there were no nonelective employer contributions.

Payment of Benefits

While still in service, participants may generally withdraw employee and employer vested contributions as follows: (1) Employee contributions may be withdrawn in the case of financial hardship within the meaning of Section 401(k) of the Internal Revenue Code (IRC), disability or after age 59½;

(2) Company matching contributions may be withdrawn in the case of disability or after age 59½.

Following a participant's death, disability, retirement or other separation from service, all vested amounts held in the Plan for a participant's benefit are payable in a single lump sum. A participant or a beneficiary may receive distributions under one of several options. The options are as follows: a lump-sum distribution of cash, transfer to an individual retirement account or other brokerage account, or, in the event of a disability, or an eligible beneficiary, a withdrawal in the form of a single lump sum or in quarterly or annual installments. The Plan provides other payment methods for certain participants in predecessor plans merged with the Plan.

Vesting of Benefits

Each participant is 100% vested in the participant's pre-tax, Roth (after-tax), company matching, profit sharing (if any), nonelective employer (if any) and rollover contributions to the Plan as well as earnings thereon.

Participant Accounts

Each participant's account is credited with the participant's pre-tax, Roth (after-tax), rollover, and company matching, profit sharing and nonelective contributions, as well as earnings thereon. Earnings are allocated to a participant's account on a daily basis based on the participant's account balance in relation to the total fund balance. There are total Plan administrative fees of \$30 per quarter and \$71.67 per month that are charged to participant accounts pro-rata based on participant balances.

Participant Notes Receivable

Generally, active participants in the Plan are eligible for loans from the Plan. General purpose loans have a term of 1 to 5 years, and principal residence loans have a term of 1 to 15 years. Loans from the Plan shall be in a minimum amount of \$1,000. The maximum amount of an outstanding loan cannot exceed the lesser of 95% of one-half the vested account balance, or 95% of the total vested account balance excluding the Roth Elective Deferral balance. Under no event will the loan amount exceed \$50,000. The \$50,000 is reduced by the highest outstanding loan balance during the one-year period ending on the day before the date the loan agreement becomes effective. Interest rates on loans are generally calculated based on the prime rate as published by the Wall Street Journal on the last business day of the first business day of the month the loan was obtained plus 1%. Interest rates on the loans are fixed. Interest rates ranged from 4.25 to 8.00% for loans to participants as of December 31, 2022 and from 4.25 to 6.25% as of December 31, 2021. No allowance for credit losses has been recorded as of December 31, 2022 or 2021.

Investment Options

The Plan provides participants with a total of 51 investment alternatives as of December 31, 2022. Investment alternatives include 1 money market fund, 23 equity funds, 6 international equity funds, 9 fixed income funds, and 12 balanced funds. Participants may elect to modify existing investment allocations on a periodic basis subject to the provisions of the Plan.

2. Summary of Significant Accounting Policies

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

Significant accounting policies of the Plan are summarized below:

Basis of Accounting

The financial statements are prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles (GAAP).

Management Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of Plan assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of Plan additions and deductions during the reporting period. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (see Note 4: Fair Value Measurements). Investment securities purchased and sold are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments sold as well as held during the year.

Participant Notes Receivable

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

Plan Expenses

Plan expenses are paid by the Company. Certain expenses are borne by participants based on their investment selections.

Payment of Benefits

Benefits are recorded when paid.

3. Risks and Uncertainties

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

4. Fair Value Measurements

Accounting Standards Codification (ASC) 820, Fair Value Measurement, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2 - Inputs to the valuation methodology include:

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement. The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value:

- *Money market funds* are valued at the net asset value of shares held by the Plan at year end;
- *Mutual funds* are valued at the net asset value of shares held by the Plan at year end.

There have been no changes in the methodologies used as of December 31, 2022 and 2021.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. All investments are classified as Level 1 in the valuation hierarchy as of December 31, 2022 and 2021.

5. Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event the Plan terminates, the total amounts credited to the accounts of each participant become fully vested and no further allocations shall be made.

6. Parties in interest and Related Party Transactions

Notes receivable from participants and related interest qualify as party-in-interest transactions. As the Plan Sponsor, the Company is considered a related party to the Plan.

7. Reconciliation to Form 5500

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

	December 31	
	2022	2021
Net assets available for benefits per the financial statements	\$ 25,804,350	\$ 28,105,384
Employer contribution receivable	-	(204,822)
Employee contribution receivable	-	(67,882)
Net assets available for benefits per Form 5500	\$ 25,804,350	\$ 27,832,680

The following is a reconciliation of total income per the financial statements to the Form 5500 for the year ended December 31, 2022:

Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

Notes to Financial Statements

December 31, 2022 and 2021

Net decrease in Net assets available for benefits per the financial statements	\$	(2,301,034)
Prior year employer and employee receivables		272,704
Net income (loss) per the Form 5500	\$	(2,028,330)

8. Tax Status

The IRS has determined and informed the Company by a letter dated August 31, 2020, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC).

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

9. Subsequent Events

In preparing the Plan's financial statements, subsequent events and transactions have been evaluated for potential recognition through October 6, 2023. Plan management determined that there are no subsequent events or transactions that require disclosure to or adjustment in the financial statements.

The Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

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

12/31/2022

<u>Identity of Issuer, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>
<u>Money Market Funds</u>			
Federated Hermes	U.S. Treasury Cash Reserves	*	1,410,165
Total Money Market Funds		*	1,410,165
<u>Equity Funds</u>			
AMG	Yacktman Fund Class I	*	188,238
BlackRock	Technology Opportunities Fund Institutional Shares	*	872,065
iShares	Russell 2000 Small-Cap Index Fund Class K	*	191,588
BlackRock	Mid-Cap Growth Equity Portfolio Class K	*	116,679
BlackRock	Advantage Small Cap Core Fund Class K	*	560,373
Brown Advisory	Sustainable Growth Fund Institutional Shares	*	5,176
DFA	Real Estate Securities Portfolio Institutional	*	203,830
Fidelity	Value	*	246,790
Goldman Sachs	Mid Cap Value Fund Institutional Class	*	60,216
Goldman Sachs	Equity Income Fund Institutional Class	*	95,379
JPMorgan	Small Cap Growth Fund Class R6	*	458,953
T. Rowe	Price Blue Chip Growth Fund I Class	*	221,860
Schwab	S&P 500 Index	*	8,225,045
TIAA-CREF	Social Choice Equity Fund Institutional Class	*	13,920
Vanguard	Small Cap Value Index Fund Admiral Shares	*	691,660
Vanguard	High Dividend Yield Index Fund Admiral	*	1,111,177
Vanguard	Windsor Fund Admiral Shares	*	112,651
Vanguard	Large Cap Index Fund Admiral Shares	*	886,099
Vanguard	Mid-Cap Index Fund Admiral Shares	*	1,147,590
Allspring	Premier Large Company Growth Fund - Class Inst	*	648,276
Total Equity Funds		*	16,057,565
<u>International Equity Funds</u>			
Invesco	International Small-Mid Company Fund Class Y	*	843,590
JPMorgan	Emerging Markets Equity Fund Class R6	*	397,308
MFS	International Intrinsic Value Fund Class R4	*	222,382
Vanguard	International Growth Fund Admiral	*	640,772
Total International Equity Funds		*	2,104,052

The Roark Capital Management, LLC 401(k) Profit Sharing Plan & Trust

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

12/31/2022

<u>Identity of Issuer, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Value</u>
<u>Fixed Income Funds</u>			
DFA	Inflation-Protected Securities Portfolio Institutional Class	*	541,666
Goldman Sachs	U.S. Mortgages Fund Institutional Shares	*	103,556
Goldman Sachs	Inflation Protected Securities Fund Institutional Shares	*	98,367
Metropolitan West	Total Return Bond Fund Class I	*	153,176
PGIM	High Yield Fund- Class Z	*	661,396
Vanguard	Intermediate-Term Bond Index Fund Admiral Shares	*	526,759
Vanguard	Short-Term Federal Fund Admiral	*	178,524
Total Fixed Income Funds		*	2,263,444
<u>Balanced Funds</u>			
BlackRock	Sustainable Balanced Fund Institutional Shares	*	137,947
Goldman Sachs	Income Builder Fund Investor Class	*	104,430
Vanguard	Target Retirement 2035 Fund	*	308,749
Vanguard	Target Retirement 2045 Fund	*	114,908
Vanguard	Target Retirement 2065 Fund	*	85,484
Vanguard	Target Retirement 2020 Fund	*	15,232
Vanguard	Target Retirement 2060 Fund	*	1,273,415
Vanguard	Target Retirement 2055 Fund	*	162,129
Vanguard	Target Retirement 2050 Fund	*	453,220
Vanguard	Target Retirement 2040 Fund	*	179,049
Vanguard	Target Retirement 2030 Fund	*	250,596
Total Balanced Funds		*	3,085,159
Total Investments			24,920,385
Participant loans			123,691
Total			25,044,076

* Cost information not required for participant-directed investments and, therefore, is not included.