

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 RESER'S FINE FOODS INC, 401(K) PLAN	1b Three-digit plan number (PN) ▶ 005
		1c Effective date of plan 01/01/1990
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) RESER'S FINE FOODS, INC. 15570 SW JENKINS ROAD BEAVERTON, OR 97075	2b Employer Identification Number (EIN) 93-0476628 2c Plan Sponsor's telephone number 503-643-6431 2d Business code (see instructions) 311900

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.	10/16/2023	JULIE STEWART
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/16/2023	JULIE STEWART
	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

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 3907
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) 3199
a(2) Total number of active participants at the end of the plan year		6a(2) 3226
b Retired or separated participants receiving benefits		6b 4
c Other retired or separated participants entitled to future benefits.....		6c 795
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 4025
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 4025
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 3478
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 124
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 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 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 RESER'S FINE FOODS INC, 401(K) PLAN	B Three-digit plan number (PN) ▶	005
C Plan sponsor's name as shown on line 2a of Form 5500 RESER'S FINE FOODS, INC.	D Employer Identification Number (EIN) 93-0476628	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
PRUDENTIAL RETIREMENT INSURANCE AND
06-1050034

(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)

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

(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?
13 15 37 50 64	NONE	261611	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

SELLWOOD CONSULTING, LLC

80-0827237

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	NONE	42069	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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>RESER'S FINE FOODS INC, 401(K) PLAN</u>	B Three-digit plan number (PN) ►	<u>005</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RESER'S FINE FOODS, INC.</u>	D Employer Identification Number (EIN) <u>93-0476628</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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	2851051	2710495
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants).....	1c(7)		
(8) Participant loans.....	1c(8)	1766811	2073612
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts.....	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	131599085	107436032
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	136216947	112220139

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	130047	152059
k Total liabilities (add all amounts in lines 1g through 1j)	1k	130047	152059

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	136086900	112068080
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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)	2690319	
(B) Participants	2a(1)(B)	7940572	
(C) Others (including rollovers)	2a(1)(C)	828284	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		11459175
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	85508	
(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)	89843	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		175351
(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)	1843460	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1843460
(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)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-25504535
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		-12026549
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	11544381	
(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)		11544381
f Corrective distributions (see instructions)	2f		152059
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	295831	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		295831
j Total expenses. Add all expense amounts in column (b) and enter total	2j		11992271
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-24018820
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: PERKINS & COMPANY, P.C.

(2) EIN: 93-0928924

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		6164373

	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			

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 RESER'S FINE FOODS INC, 401(K) PLAN		B Three-digit plan number (PN) ► 005
C Plan sponsor's name as shown on line 2a of Form 5500 RESER'S FINE FOODS, INC.		D Employer Identification Number (EIN) 93-0476628
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 0
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): 22-1211670		
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 _____



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
	DFA Global Real Estate Securities Institutional	Mutual fund	a	\$ 1,331,237
	DFA U.S. Small Cap Portfolio I	Mutual fund	a	\$ 1,866,327
	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
	Vanguard Target Retirement 2020	Mutual fund	a	\$ 1,457,298
	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
	Vanguard Target Retirement 2030	Mutual fund	a	\$ 3,129,912
	Vanguard Target Retirement 2035	Mutual fund	a	\$ 3,235,654
	Vanguard Target Retirement 2040	Mutual fund	a	\$ 2,128,836
	Vanguard Target Retirement 2045	Mutual fund	a	\$ 2,642,870
	Vanguard Target Retirement 2050	Mutual fund	a	\$ 1,562,656
	Vanguard Target Retirement 2055	Mutual fund	a	\$ 1,274,570
	Vanguard Target Retirement 2060	Mutual fund	a	\$ 652,600
	Vanguard Target Retirement 2065	Mutual fund	a	\$ 288,321
	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
	DFA Global Real Estate Securities Institutional	Mutual fund	a	\$ 1,331,237
	DFA U.S. Small Cap Portfolio I	Mutual fund	a	\$ 1,866,327
	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
	Vanguard Target Retirement 2020	Mutual fund	a	\$ 1,457,298
	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
	Vanguard Target Retirement 2030	Mutual fund	a	\$ 3,129,912
	Vanguard Target Retirement 2035	Mutual fund	a	\$ 3,235,654
	Vanguard Target Retirement 2040	Mutual fund	a	\$ 2,128,836
	Vanguard Target Retirement 2045	Mutual fund	a	\$ 2,642,870
	Vanguard Target Retirement 2050	Mutual fund	a	\$ 1,562,656
	Vanguard Target Retirement 2055	Mutual fund	a	\$ 1,274,570
	Vanguard Target Retirement 2060	Mutual fund	a	\$ 652,600
	Vanguard Target Retirement 2065	Mutual fund	a	\$ 288,321
	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

		(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or	(d)	(e)
(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	Maturity Value	Cost	Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
	DFA Global Real Estate Securities Institutional	Mutual fund	a	\$ 1,331,237
	DFA U.S. Small Cap Portfolio I	Mutual fund	a	\$ 1,866,327
	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
	Vanguard Target Retirement 2020	Mutual fund	a	\$ 1,457,298
	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
	Vanguard Target Retirement 2030	Mutual fund	a	\$ 3,129,912
	Vanguard Target Retirement 2035	Mutual fund	a	\$ 3,235,654
	Vanguard Target Retirement 2040	Mutual fund	a	\$ 2,128,836
	Vanguard Target Retirement 2045	Mutual fund	a	\$ 2,642,870
	Vanguard Target Retirement 2050	Mutual fund	a	\$ 1,562,656
	Vanguard Target Retirement 2055	Mutual fund	a	\$ 1,274,570
	Vanguard Target Retirement 2060	Mutual fund	a	\$ 652,600
	Vanguard Target Retirement 2065	Mutual fund	a	\$ 288,321
	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
	DFA Global Real Estate Securities Institutional	Mutual fund	a	\$ 1,331,237
	DFA U.S. Small Cap Portfolio I	Mutual fund	a	\$ 1,866,327
	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
	Vanguard Target Retirement 2020	Mutual fund	a	\$ 1,457,298
	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
	Vanguard Target Retirement 2030	Mutual fund	a	\$ 3,129,912
	Vanguard Target Retirement 2035	Mutual fund	a	\$ 3,235,654
	Vanguard Target Retirement 2040	Mutual fund	a	\$ 2,128,836
	Vanguard Target Retirement 2045	Mutual fund	a	\$ 2,642,870
	Vanguard Target Retirement 2050	Mutual fund	a	\$ 1,562,656
	Vanguard Target Retirement 2055	Mutual fund	a	\$ 1,274,570
	Vanguard Target Retirement 2060	Mutual fund	a	\$ 652,600
	Vanguard Target Retirement 2065	Mutual fund	a	\$ 288,321
	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

		(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or	(d)	(e)
(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	Maturity Value	Cost	Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
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	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
	Vanguard Target Retirement 2020	Mutual fund	a	\$ 1,457,298
	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
	Vanguard Target Retirement 2030	Mutual fund	a	\$ 3,129,912
	Vanguard Target Retirement 2035	Mutual fund	a	\$ 3,235,654
	Vanguard Target Retirement 2040	Mutual fund	a	\$ 2,128,836
	Vanguard Target Retirement 2045	Mutual fund	a	\$ 2,642,870
	Vanguard Target Retirement 2050	Mutual fund	a	\$ 1,562,656
	Vanguard Target Retirement 2055	Mutual fund	a	\$ 1,274,570
	Vanguard Target Retirement 2060	Mutual fund	a	\$ 652,600
	Vanguard Target Retirement 2065	Mutual fund	a	\$ 288,321
	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022



**RESER'S FINE FOODS, INC.
401(k) PLAN**

Financial Statements and Supplemental Schedules
For the Years Ended December 31, 2022 and 2021
With Independent Auditor's Report

RESER'S FINE FOODS, INC. 401(k) PLAN
DECEMBER 31, 2022 AND 2021
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INDEPENDENT AUDITOR'S REPORT

The Investment Committee of
Reser's Fine Foods, Inc. 401(k) Plan
Beaverton, Oregon

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

We have performed audits of the financial statements of Reser's Fine Foods, Inc. 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). 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 (DOL) Rules and Regulations for Reporting and Disclosure under ERISA (ERISA Section 103(a)(3)(C) audit). 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 (qualified institution), provided that the investment information is prepared and certified to by the qualified institution in accordance with 29 CFR 2520.103-5 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Management has obtained certifications from qualified institutions as of December 31, 2022 and 2021, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion

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

- 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 (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified 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 GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for 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 certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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 GAAP.

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

Other Matter - Supplemental Schedules Required by ERISA

The supplemental schedules, Schedule H, line 4i – Schedule of Assets (Held at End of Year) and Schedule H, Line 4a – Schedule of Delinquent Participant Contributions as of or for the year ended December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedules, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedules that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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



In our opinion

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

Perkins & Company, P.C.

Portland, Oregon
October 16, 2023

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
INVESTMENTS AT FAIR VALUE:		
Mutual funds	\$ 107,436,032	\$ 131,599,085
RECEIVABLES:		
Employer contributions	2,710,495	2,851,051
Notes receivable from participants	<u>2,073,612</u>	<u>1,766,811</u>
	4,784,107	4,617,862
	<u>112,220,139</u>	<u>136,216,947</u>
<u>LIABILITIES</u>		
EXCESS CONTRIBUTIONS PAYABLE	<u>152,059</u>	<u>130,047</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 112,068,080</u></u>	<u><u>\$ 136,086,900</u></u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
ADDITIONS TO (DEDUCTIONS FROM) NET ASSETS		
ATTRIBUTED TO:		
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ (25,504,535)	\$ 16,435,611
Interest and dividends	1,928,968	1,619,826
	<u>(23,575,567)</u>	<u>18,055,437</u>
 Interest income on notes receivable from participants	 89,843	 85,303
 Contributions:		
Participant	7,940,572	7,348,368
Employer	2,690,319	2,851,051
Participant rollover	828,284	328,859
	<u>11,459,175</u>	<u>10,528,278</u>
	<u>(12,026,549)</u>	<u>28,669,018</u>
 DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants	11,696,440	13,721,216
Administrative fees	295,831	280,301
	<u>11,992,271</u>	<u>14,001,517</u>
 NET INCREASE (DECREASE)	 (24,018,820)	 14,667,501
 NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year	136,086,900	121,419,399
End of year	<u>\$ 112,068,080</u>	<u>\$ 136,086,900</u>

See notes to financial statements.

RESER'S FINE FOODS, INC. 401(k) PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 – DESCRIPTION OF PLAN

The following brief description of the Reser's Fine Foods, Inc. 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan document, as amended, for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan, covering employees of Reser's Fine Foods, Inc. (the Company) who have met certain periods of service and age requirements. The Plan is subject to the provisions of the Employee Retirement Income Securities Act of 1974 (ERISA).

Plan Amendments - Effective January 1, 2022 the Plan was amended and restated to adopt regulatory updates, through adoption of a Non-Standardized Pre-Approved Profit Sharing plan document sponsored by Prudential Insurance Company of America. The provisions of the Plan are substantially unchanged as a result of this restatement.

Contributions - Contributions consist of employee elective deferrals, including pretax deferrals, Roth deferrals, participant rollover contributions, and employer discretionary matching contributions. Employees may voluntarily contribute up to 100% of their compensation for the Plan year up to the dollar limit that is set by law and participants aged 50 and older may elect to make additional catch-up contributions. The Plan also includes an automatic enrollment provision, whereby 3% of the compensation of newly eligible participants will automatically be contributed as an employee elective deferral. Under the program, participants can elect out of the provision or otherwise change their deferral rate. Employer discretionary matching contributions are determined annually by the Board of Directors. The Company elected to make employer discretionary matching contributions equal to 40% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2022, and 45% of employee contributions, up to 10% of eligible compensation deferred to the Plan for the year ending December 31, 2021. Contributions are subject to certain limitations.

Participant Accounts - Each participant's account is credited with the participant's contributions, employer discretionary matching contributions and Plan earnings and is charged with an allocation of administrative expenses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting - Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. The discretionary matching contributions vest at a rate of 20% per year commencing after the second full year of credited service and become fully vested after six years of credited service.

Payment of Benefits - Upon termination of service due to death, disability or retirement, a participant may elect to receive either a lump-sum equal to the value of the participant's vested interest in his or her account or substantially equal installments or designated sums from time to time as elected by the participant. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Automatic distributions may be made for terminated employees with vested balances less than \$1,000 at the discretion of the Company.

Forfeitures - At December 31, 2022 and 2021, forfeited non-vested accounts totaled \$54,765 and \$94,480, respectively. Forfeitures may be used to pay administrative expenses. Any remaining amounts are first used to restore previously forfeited accounts as needed, and then used to reduce future employer discretionary matching contributions. During the years ended December 31, 2022 and 2021, there were \$104,804 and \$21,343 of forfeitures used to pay administrative expenses, respectively. During the years ended December 31, 2022 and 2021, there were \$50,000 and \$104,116 of forfeitures used to reduce employer discretionary matching contributions, respectively.

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) in fair value of investments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

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 5 for discussion of fair value measurements.

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

Notes Receivable from Participants - Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. No allowance for credit losses has been recorded as of December 31, 2022 or 2021. Related fees are recorded as administrative expenses and are expensed when they are incurred. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced, and a benefit payment is recorded.

Benefit Payments - Benefits are recorded when paid. Accordingly, benefits payable to persons that have elected to withdraw from the Plan but are not yet paid at year-end have not been accrued. At December 31, 2022 and 2021, there were no amounts payable to participants.

Excess Contributions Payable - Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Subsequent Events - The Plan's management has performed an evaluation of subsequent events through October 16, 2023, which is the date these financial statements were available to be issued.

NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

On December 23, 2022, Congress passed the Consolidated Appropriations Act of 2023 which included SECURE Act 2.0. SECURE Act 2.0 contains over 90 new retirement provisions, with varying effective dates through 2027. Since SECURE Act 2.0 provisions include both required and optional elements, the Plan administrator will determine the optional provisions to elect and amend the Plan document accordingly. Most of the significant provisions will become effective in 2024 and thereafter. Accordingly, there is no material impact to the Plan's 2022 financial statements.

NOTE 4 – INFORMATION CERTIFIED BY TRUSTEE OF THE PLAN

The following is a summary of the unaudited information regarding the Plan, included in the Plan's financial statements and supplemental schedule, Schedule H, Line 4i – Schedule of Assets (Held at End of Year), that was certified by the trustee of the Plan, Prudential Bank & Trust, F.S.B as of December 31, 2022 and 2021, and furnished to the Plan administrator. The Plan administrator has obtained a certification from the trustee that such information is complete and accurate.

	2022	2021
Investments	\$107,436,032	\$131,599,085
Notes receivable from participants	\$ 2,073,612	\$ 1,766,811
Net appreciation (depreciation) in fair value of investments	\$(25,504,535)	\$ 16,435,611
Interest and dividends	\$ 1,928,968	\$ 1,619,826
Interest income on notes receivable from participants	\$ 89,843	\$ 85,303

NOTE 5 – FAIR VALUE MEASUREMENTS

Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority 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 as follows:

Basis of Fair Value Measurement

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

Level 2 – Inputs to the valuation methodology include:

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

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

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

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.

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

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022 and 2021:

Investment Assets at Fair Value as of December 31, 2022				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$107,436,032	\$ -	\$ -	\$107,436,032
Total investments at fair value	\$107,436,032	\$ -	\$ -	\$107,436,032

Investment Assets at Fair Value as of December 31, 2021				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$131,599,085	\$ -	\$ -	\$131,599,085
Total investments at fair value	\$131,599,085	\$ -	\$ -	\$131,599,085

NOTE 6 – NOTES RECEIVABLE FROM PARTICIPANTS

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loans must be repaid within five years unless used to acquire a primary residence. Loans are payable through payroll deductions. Interest is charged at rates set by the plan administrator commensurate with local prevailing market rates and range from 4.25% to 7.25% at December 31, 2022. Loans are secured by the vested account balance of the participant.

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

Prudential Bank & Trust, F.S.B is the trustee of the Plan and Prudential Retirement Insurance and Annuity Company is the recordkeeper of the Plan and an affiliate of the trustee, and therefore, is an exempt party-in-interest as defined by ERISA. Fees for administrative and recordkeeping services provided to the trustee or an affiliate of the trustee amount to \$262,611 and \$241,859 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – PLAN TERMINATION

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

NOTE 9 – CONCENTRATIONS, 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. Market risks include global events which could impact the value of the investment securities, such as a pandemic or international conflict. 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. There were two and three investments that individually represented more than 10% of the investments held as of December 31, 2022 and 2021, respectively. See the supplemental Schedule of Assets (Held at End of Year) for the complete listing of investments held as of that date.

NOTE 10 – TAX STATUS

The Plan document is a non-standardized pre-approved profit sharing plan sponsored by Prudential Insurance Company of America that received a favorable opinion letter from the Internal Revenue Service on December 4, 2020, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service (IRS). The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2022, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

NOTE 11 – PROHIBITED TRANSACTIONS

During 2020, 2019, 2018 and 2017, elective deferrals and loan payments withheld from employees' payroll in the amount of \$49, \$2,240,927, \$3,581,413 and \$341,984, respectively, were not remitted to the Plan within the appropriate time period required by the Department of Labor. These transactions constituted prohibited transactions as defined by ERISA. The Company has corrected \$49 of these remittances outside the DOL's voluntary correction program and \$5,969,862 and \$194,462 of these remittances through the DOL's Voluntary Fiduciary Correction Program (VFCP) in 2022 and 2023, respectively.

SUPPLEMENTAL SCHEDULES

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

		(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or	(d)	(e)
(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	Maturity Value	Cost	Current Value
	American Funds AMCAP Fund	Mutual fund	a	\$ 15,463,151
	American Funds New Perspective Fund	Mutual fund	a	\$ 10,277,195
	American Funds Small Cap World	Mutual fund	a	\$ 2,876,327
	American Funds Washington Mutual Investors Fund	Mutual fund	a	\$ 12,098,716
	DFA Global Real Estate Securities Institutional	Mutual fund	a	\$ 1,331,237
	DFA U.S. Small Cap Portfolio I	Mutual fund	a	\$ 1,866,327
	Dodge & Cox Internation Stock	Mutual fund	a	\$ 1,737,002
	Harding Loevner International Equity I	Mutual fund	a	\$ 1,839,345
	MFS Value Fund Class R6	Mutual fund	a	\$ 3,636,376
	PIMCO Total Return Fund	Mutual fund	a	\$ 6,895,586
	Vanguard Federal Money Market Fund	Mutual fund	a	\$ 5,774,169
	Vanguard Inflation-Protected Admiral	Mutual fund	a	\$ 2,330,013
	Vanguard Short-Term Bond Index-Admiral	Mutual fund	a	\$ 2,744,851
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	Vanguard Target Retirement 2025	Mutual fund	a	\$ 3,726,021
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	Vanguard Target Retirement Income	Mutual fund	a	\$ 1,055,855
	Vanguard Total Bond Market Index-Admiral	Mutual fund	a	\$ 4,490,953
	Vanguard Total International Stock Index Admiral	Mutual fund	a	\$ 2,513,309
	Vanguard Total Stock Market Index Institutional	Mutual fund	a	\$ 10,406,882
*	Participant Loans	4.25% to 7.25%	-	\$ 2,073,612

* - A party-in-interest as defined by ERISA.

a - The cost of participant-directed investments is not required to be disclosed.

RESER'S FINE FOODS, INC. 401(k) PLAN
SCHEDULE H, LINE 4a - SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

EIN#: 93-0476628

PLAN#: 005

Participant Contributions Transferred Late to the Plan Check Here if Late Participant Loan Repayments are Included: ☒	Total that Constitute Nonexempt Prohibited Transactions				Total Fully Corrected Under VFCP and PTE 2002- 51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP		
\$ 341,984 <i>a</i>	\$ -	\$ -	\$ -		\$ 341,984
\$ 3,579,036 <i>b</i>	\$ -	\$ -	\$ -		\$ 3,579,036
\$ 2,048,842 <i>c</i>	\$ -	\$ -	\$ -		\$ 2,048,842
\$ 194,462 <i>d</i>	\$ -	\$ -	\$ -		\$ 194,462
\$ 49 <i>e</i>	\$ -	\$ 49	\$ -		\$ -

a - 2017 delinquent contributions corrected in 2022

b - 2018 delinquent contributions corrected in 2022

c - 2019 delinquent contributions corrected in 2022

d - 2018 and 2019 delinquent contributions corrected in 2023

e - 2020 delinquent contributions corrected in 2022