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

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
ASPIRE PHARMACEUTICALS, INC. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2013

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)
ASPIRE PHARMACEUTICALS, INC.

41 VERONICA AVENUE
SOMERSET, NJ 08873

2b Employer Identification Number (EIN) 26-4768954

2c Plan Sponsor's telephone number 732-447-1444

2d Business code (see instructions) 541700

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.	10/12/2023	DISHA PUNJABI
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2023	DISHA PUNJABI
	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 [X] 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:	**4b**	EIN
a	Sponsor's name	**4d**	PN
c	Plan Name		
5	Total number of participants at the beginning of the plan year	**5**	155
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)**	119
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	129
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	40
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	169
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	169
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	108
h	Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- **(1)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] 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)** [X] **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)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [X] 1 **A** (Insurance Information)
- **(4)** [ ] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

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

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

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

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

11c Enter the Receipt Confirmation Code for the 2022 Form M-1 annual report. If the plan was not required to file the 2022 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2022

This Form is Open to Public Inspection

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022

A Name of plan
ASPIRE PHARMACEUTICALS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ASPIRE PHARMACEUTICALS, INC.

D Employer Identification Number (EIN)
26-4768954

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

1 Coverage Information:

(a) Name of insurance carrier
AXA EQUITABLE

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5570651	00000			01/01/2022	12/31/2022

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
3372	0

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

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

LESLIE E. STREITFELD
1192 HERON ROAD
CHERRY HILL, NJ 08003-1614

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
3026			3

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

GUY E. WILSON
1 BELMONT AVENUE
STE. 1100
BALA CYNWYD, PA 19004-1614

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
346			3

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	562998
5	Current value of plan's interest under this contract in separate accounts at year end	5	2724824

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☒ other ▶

b	Balance at the end of the previous year			7b	358748
c	Additions: (1) Contributions deposited during the year	7c(1)	84842		
	(2) Dividends and credits	7c(2)	0		
	(3) Interest credited during the year	7c(3)	6687		
	(4) Transferred from separate account	7c(4)	145859		
	(5) Other (specify below) ▶	7c(5)	2538		
	(6) Total additions			7c(6)	239926
d	Total of balance and additions (add lines **7b** and **7c(6)**)			7d	598674
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	0		
	(2) Administration charge made by carrier	7e(2)	180		
	(3) Transferred to separate account	7e(3)	0		
	(4) Other (specify below) ▶	7e(4)	35496		
	(5) Total deductions			7e(5)	35676
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	562998

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs.

Part IV Provision of Information

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

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

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2022

This Form is Open to Public Inspection.

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022

A Name of plan
ASPIRE PHARMACEUTICALS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
ASPIRE PHARMACEUTICALS, INC.

D Employer Identification Number (EIN)
26-4768954

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: SEPARATE ACCOUNT 65

b Name of sponsor of entity listed in (a): EQUITABLEACCOUNT 65

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-5570651-065	P	2724824

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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 01/01/2022 and ending 12/31/2022

A Name of plan
ASPIRE PHARMACEUTICALS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ASPIRE PHARMACEUTICALS, INC.

D Employer Identification Number (EIN)
26-4768954

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)	178506	210846
(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)	46460	118389
(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)	2910271	2724824
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	358748	562998
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(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	3493985	3617057
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k		
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3493985	3617057

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)	211308	
(B) Participants	2a(1)(B)	451580	
(C) Others (including rollovers)	2a(1)(C)	9932	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		672820
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	4520	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		4520
(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)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		-468825
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		208515
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	65655	
(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)		65655
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	19788	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		19788
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		85443
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		123072
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) [X] 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) [X] 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: RAM ASSOCIATES **(2)** EIN: 22-3482445

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:

		Yes	No	Amount
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.)	4a		X	

		Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	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?	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.)	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
ASPIRE PHARMACEUTICALS, INC. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
ASPIRE PHARMACEUTICALS, INC.

D Employer Identification Number (EIN)
26-4768954

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): _____ _____

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**

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

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_____

FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT

Aspire Pharmaceuticals ,Inc. 401(k) Plan

Years Ended December 31, 2022 and 2021

RAM ASSOCIATES, CPAS
3240 E. State Street Ext.
Hamilton, NJ 08619
Ph.: 609 631 9552
Fax:888 319 8898
Web: www.ramassociates.cpa

Aspire Pharmaceuticals ,Inc. 401(k) Plan

C O N T E N T S

	Page
Independent Auditor's Report ……..……	1-4
Financial Statements	
Statements of Net Assets Available for Benefits As of December 2022 and 2021……	5
Statement of Changes in Net Assets Available for Benefits For The Year Ended December 2022 ……	6
Notes to Financial Statements ……	7-16
Schedule H, Item 4 a - Schedule of Delinquent Participant Contributions ….....	17
Schedule H, Item 4i - Schedule of Assets (Held at The End of The Year) ……	18

Independent Auditor's Report

The Plan Administrator
Aspire Pharmaceuticals, Inc. 401 (k) Plan

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2022 Financial Statements

We have performed an audit of the financial statements of Aspire Pharmaceuticals, Inc. 401(k) Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2022, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements (2022 Financial Statements).

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2022 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2022, stating that the certified investment information, as described in Note H to the financial statements, is complete and accurate.

Opinion on the 2022 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section.

- the amounts and disclosures in the accompanying 2022 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- the information in the accompanying 2022 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects,

the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2022 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section of our report. We are required to be independent of Aspire Pharmaceuticals, Inc. 401(k) 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 2022 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Aspire Pharmaceuticals, Inc. 401(k) Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the 2022 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit of the 2022 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Aspire Pharmaceuticals, Inc. 401(k) 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 Aspire Pharmaceuticals, Inc. 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2022 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Other Matters

2022 Supplemental Schedules Required by ERISA

The supplemental schedule of Schedule H, Line 4i – Schedule of Assets, (Held at end of Year), and Schedule H, Line 4a- Schedule of Delinquent Participant Contributions, are presented for purposes of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management

and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion

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

- the information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

2021 Financial Statements

We performed a compilation engagement with respect to the 2021 financial statements and our report thereon, dated September 29, 2023, stated that we did not audit or review those financial statements and, accordingly, express no opinion or other form of assurance on them.

Ram Associates

Ram Associates
Hamilton, NJ

Date: October 13, 2023

Aspire Pharmaceuticals ,Inc. 401(k) Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,

Assets	2022	2021 (Compiled)
Value of funds held in insurance company general account, at contract value	$ 562,998	$ 358,748
Investments in Mutual Funds, at fair value	2,724,824	2,910,271
	3,287,822	3,269,019
Receivables:		
Employer's contribution	210,846	178,506
Notes receivable from participants	118,389	46,460
Total receivables	329,235	224,966
Total assets	3,617,057	3,493,985
Net assets available for benefits	$ 3,617,057	$ 3,493,985

The accompanying notes are an intergral part of these statements.

Aspire Pharmaceuticals ,Inc. 401(k) Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For The Year Ended December 31, 2022

Additions to net assets attributed to:		
Investment income		
Net appreciation (depreciation) in fair value of investment	$	(468,825)
Interest income on notes receivable from participants		4,520
Total investment loss		(464,305)
Contributions		
Participants', including rollovers of $9,932		461,512
Employer's		211,308
Total contributions		672,820
Total additions		208,515
Deductions from net assets attributed to:		
Benefits paid to participants		65,655
Administrative expenses		19,788
Total deductions		85,443
Net increase in net assets available for benefits		123,072
Net assets available for benefits at the begining of the year		3,493,985
Net assets available for benefits at the end of the year	$	3,617,057

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Aspire Pharmaceuticals, Inc. 401 (k) Plan (the "Plan") provides only general information. Aspire Pharmaceuticals, Inc. (the "Company") is the plan sponsor. All employees of the Company including the employees of fully owned subsidiaries are also eligible to participate in the Plan. Participants should refer to the Plan agreement and Summary Plan Description for a more complete description of the Plan's provisions.

1. General

On January 1, 2015, the Company established the Aspire Pharmaceuticals Inc. 401(k) Plan (hereinafter referred to as "Plan") to provide eligible employees with a means of deferring current compensation from income tax. Aspire Pharmaceuticals, Inc 401 (k) Plan is a prototype non-standardized profit-sharing plans for all employees of the Company who are at least twenty-one years of age and have completed one-month service with entry on the first day of the month coincident with or following the satisfaction of eligibility to participate in the plan. The employees of the Company who are at least twenty-one years of age and are employed on the last day of the Plan year are eligible for employer safe harbor match. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan was restated with effect from January 01, 2022, to bring the plan into compliance with the legislative and regulatory changes set forth in IRS Notice 2017-37.

2. Investments Held by Insurance Company

The Plan's investments were held in a trust with Equitable Life Insurance Company, (the "Custodian"). Among other duties, the Custodian is responsible for the custody, record keeping, investing of the Plan assets, and for the payment of benefits to eligible participants. All contributions are invested by the Custodian as designated by the Plan participants.

Under the Plan, participants may elect to direct the contributions for deposit in Equitable Life Insurance Company's Account. Contributions placed in the Account may be invested in various mutual funds, a Guaranteed Interest Option, or a money market account and accumulate units that are valued on a daily basis at market value. The account is credited with earnings on the

underlying investments and is charged for Plan withdrawals and administrative expenses.

3. Contributions

Within each calendar year, participants may voluntarily elect to contribute up to the annual dollar limit, as defined in the Plan ("Salary Deferral"). The Participant's Salary Deferral is subject to annual dollar limits published by the Internal Revenue Service of $20,500 and $19,500 for years ended 2022 and 2021, respectively. The catch-up contribution limit for participants age 50 or older is $6,500 and $6,500 for years ended 2022 and 2021. The Company has elected to make discretionary safe harbor matching contributions, which equal to 100% of employee deferrals that does not exceed 3% of compensation plus 50% of elective deferrals that exceeds 3% but does not exceed 5% of compensation. Any matching contribution is allocated in a non-discriminatory manner based upon each Contributing Participant's Elective Deferrals ("Employer Matching"). The Employer safe harbor matching contributions during the year ended December 31, 2022 was $211,308. Safe harbor employer matching contributions are 100% vested to the participants. Participants are also permitted to make rollover contributions ("Rollover Account Balance") to the Plan of distributions from certain other tax-qualified retirement plans in which the Participant has participated. The Company, at its discretion, may make non-elective contributions at the end of the year to eligible participants. The Company did not make any non-elective contribution for 2022.

4. Participant Accounts

Separate accounts are maintained for each participant's contributions and earnings thereon. The participant may direct that the account be invested in one or more funds, as permitted by the Plan. Allocations are based on individual participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

5. Vesting

Upon termination of employment, a participant is entitled to 100% of the value of his / her Salary Deferral account balance and Rollover Account balance and qualifying rollover distribution; plus 100% of the safe harbor matching contributions plus, a specified percentage of his/her employer non-elective contributions on a pro-rata basis, based upon the vesting

provisions of the Plan. To receive the share of non-elective contribution, the employee should be employed on the last day of the Plan year and must have 1,000 hours of service credited in the Plan year. The participants are vested in the employer non-elective contributions on six year tiered vesting schedule:

Years of Services	% Vested
1 year	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years and over	100%

6. Forfeitures

Forfeitures resulting from application of the vesting provisions, are maintained separately by the Plan. Forfeitures can be used to reduce employer-matching contributions or pay administrative expenses. In the event of the Plan termination, any unused forfeiture balances will be allocated to participant accounts. During the year, the forfeiture of non-vested accounts were $Nil .

7. Payment of Benefits

Prior to the age of 59-1/2, distributions and withdrawal will be subject to 10% federal tax penalty, except where excluded pursuant to Internal Revenue Code. After attaining age 59-1/2, 100 percent of the participant's account may be withdrawn for any reason. Upon termination of employment for any reason, a participant's vested account balance will be distributed to the participant, or designated beneficiary, at his or her option or left in the plan.

8. Loans to Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account

balance, further reduced by any loan balance at any time during the prior twelve months. Interest rates ranged from 4.25% to 8.25% during the years 2022 and 2021. Loan terms range from one to five years and are secured by the balance in the participant's account. However, if the loan is used to purchase a principal residence, the loan can be repaid over a period of not more than 10 years.

9. Concentration of Credit Risk

Financial instruments that potentially subject the plan to concentrations of credit risk are part of the holdings in Plan's investments. Management believes that the Custodian maintains the Plan's investment with high credit quality institutions and attempts to limit the credit exposure of investments.

10. Current Legislation

The CARES Act provides for expanded distribution options, loans and loan relief to qualified individuals. It is optional for employers to adopt the distribution and loan rules of section 2202 of the CARES Act. An employer is permitted to choose whether, and to what extent, to amend its plan to provide for coronavirus-related distributions and/or loans that satisfy the provisions of section 2202 of the CARES Act.

In December 2020, Congress passed the Consolidated Appropriations Act, 2021 (the "CA Act"). The CA Act provided relief for participants affected by disasters other than the COVID-19 pandemic that occurred between December 28, 2019, and December 27, 2020, as declared by the President of the United States between January 1, 2020, and February 25, 2021. The CA Act provided non-COVID-19 disaster relief options similar to the CARES Act and most of its provisions expired on June 25, 2021.

Effective January 1, 2020, pursuant to the Setting Every Community Up for Retirement Enhancement Act of 2019 (the "SECURE Act"), participants who reach age 70.5 during 2020 or later are required to start taking required minimum distributions from April 1, following the calendar year in which the participant reach 72 years of age.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

1. ***Basis of Accounting***

   The financial statements of the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America as applied to profit sharing plans and in accordance with the terms of the trust agreement. Certain prior year amounts have been reclassified for consistency with current year presentation.

2. ***Use of Estimates in Financial Statements***

   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 in determining the reported amounts of net assets and disclosure of contingent assets and liabilities, as of the date of the financial statements, and reported amounts of additions to the net assets and deductions from the net assets during the reporting period. Actual results may differ significantly from those estimates.

3. ***Investment Valuation and Income Recognition***

   The Plan adopted Financial Accounting Standards Board ASC 820, Fair Value Measurement ("FASB ASC 820"). FASB ASC 820 defines fair value. The standard establishes a framework for measuring fair value in accordance with generally accepted accounting principles and expands disclosure about fair value measurement. Refer to Note C- Fair Value Measurement for related disclosure.

   Participant loans are valued at cost, which approximates fair value.

   The Plan's investments are stated at fair value. Quoted market prices are used to value investments.

   Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date and interest income is accrued as earned.

4. ***Payment of Benefits***

   Benefits are recorded when paid.

5. ***Administrative Expenses***

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. Investment management and recordkeeping service fees are borne by the Plan. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related fees are included in the net appreciation or depreciation of the fair market value of the investments.

6. ***Gains and Losses***

The realized gain or loss on the sale of investment is the difference between the proceeds received and the average cost of the investment sold. Unrealized appreciation or depreciation in the aggregate fair value of investments represents the changes in the difference between the fair value and cost of investment.

Realized gains and losses are computed on a current value basis for Form 5500. This difference may result in a differing classification between realized and unrealized gains and losses: total gain or loss will be unaffected.

7. ***Notes Receivable from Participants***

Loans from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on an accrual basis. Related fees are recorded as administrative expenses and are paid when they are incurred. No allowance for credit losses has been recorded as of December 31, 2022.

NOTE C- FAIR VALUE MEASUREMENT

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. A fair value measurement reflects all of the assumptions that market participants would use in pricing the asset or liability, including assumptions about the risk inherent in a particular valuation technique, the effect of a restriction on the sale or use of an asset and the risk of nonperformance. The Plan groups its assets measured at fair value into a three-level hierarchy for valuation techniques used to measure financial assets at fair

value. This hierarchy is based on whether the valuation inputs are observable or unobservable. These levels are:

• Level 1 – Quoted prices in active markets for identical assets. Level 1 includes mutual funds and corporate stocks, which have amounts invested in mutual funds that are Level 1.

• Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets. The Plan had no Level 2 investments during 2022 or 2021.

• Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets. If the Plan were to change its valuation inputs for measuring financial assets at fair value, either due to changes in current market conditions or other factors, it may need to transfer those assets into or out of Level 3 of the hierarchy based on the new inputs used. During the years ended December 31, 2022, there were no transfers of financial assets into or out of Level 3 of the hierarchy. The following section is a description of the valuation techniques and inputs used by the Plan to measure each major class of assets at fair value. During 2022, there were no changes to the valuation techniques used by the Plan to measure fair value. There were no unfunded commitments related to these investments for the years ended December 31, 2022.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. 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. (Level 1 input)

Investment in Guaranteed Interest Account (GIO), part of Equitable Life Insurance Company's general account, which supports all of Equitable's policy and contract obligations including those that apply to the GIO, is valued at Contract Cash Surrender Value, which is it's fair value.

Participant loans are valued at the outstanding loan balance.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022.

December 31, 2022	**Total**	**Level 1**	**Level 2**
Mutual Funds	$ 2,724,824	$ 2,724,824	$ -
Guarantee Interest Account (GIO)	562,998	-	562,998
Total investments	**$ 3,287,822**	$ 2,724,824	$ 562,998

December 31, 2021	**Total**	**Level 1**	**Level 2**
Mutual Funds	$ 2,910,271	$ 2,910,271	$ -
Guarantee Interest Account (GIO)	358,748	-	358,748
Total investments	**$ 3,269,019**	$ 2,910,271	$ 358,748

For the year ended December 31, 2022, the net depreciation in fair value of investments was $ 468,825

NOTE D – ROLLOVER CONTRIBUTIONS

There were rollover contributions of $9,932 during the year ended December 31, 2022.

NOTE E - RELATED-PARTY TRANSACTIONS AND PARTY IN INTEREST TRANSACTIONS

Plan investments include Guaranteed Interest Account which is part of Equitable Life Insurance General Account, a money market account and several mutual funds managed by Equitable Life Insurance Company. Equitable Life Insurance Company is the custodian of the Plan assets and therefore these transactions qualify as party–in-interest transactions.

The Plan issues loans to participants, which are secured by the balances in the participants' accounts. These transactions qualify as party-in-interest transactions.

Fees paid by the Plan for the investment management services amounted to $19,788 for the year ended December 31, 2022.

NOTE F – 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 be 100 percent vested in their employer contributions.

NOTE G: TAX STATUS

The Plan has received a favorable tax opinion letter dated June 30, 2020, in which the Internal Revenue Service ('IRS") states that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ('IRC'). The Company and the Plan management believe that the Plan is currently designed and operated in compliance with the applicable requirements of the Code and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America ("GAAP") require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by the taxing jurisdictions, however, the Plan administrator believes it is no longer subject to income tax examinations for years prior to 2019.

NOTE H - INFORMATION CERTIFIED BY EQUITABLE LIFE INSURANCE COMPANY.

The Plan's asset information as of December 31, 2022, and for the year ended December 31, 2022, included throughout the Plan's financial statements and ERISA-required supplemental schedule, were obtained by management and agreed to or derived from information certified by Equitable Life Insurance Company, the custodian of the Plan. The Plan Administrator has obtained certifications from the custodian that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and ERISA-required supplemental schedule related to the following:

- Market value and number of shares of investments on December 31, 2022
- Interest and dividend income for the year ended December 31, 2022.
- Net depreciation in fair value of investments for the year ended December 31, 2022.
- All information regarding assets held by the Plan at December 31, 2022 included in the schedule of Assets (Held at End of year).

NOTE I - RISKS AND UNCERTAINTIES

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

NOTE J – FIDELITY BOND

The Plan is adequately covered by a fidelity bond as required by ERISA.

NOTE K- EXCESS CONTRIBUTION

The Plan is a safe harbor 401(k) plan and is not subject to discrimination testing. There were no corrective distributions for the year ended December 31,2022.

NOTE L – SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 13, 2023, the date which the financial statements were available to be issued. No reportable subsequent events have occurred through October 13, 2023, which would have a significant effect on the financial statements as of December 31, 2022, except as otherwise disclosed.

SCHEDULE H, LINE 4a **SPONSOR: ASPIRE PHARMACEUTICALS INC.**
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS **EIN: 26-4768954**
DECEMBER 31, 2022 **PLAN NUMBER: 001**
NAME: ASPIRE PHARMACEUTICALS INC 401(k) PLAN

Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Totally Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are Included: x	$ 27,858	$ -	$ -	$ -

ASPIRE PHARMACEUTICALS INC 401(k) PLAN

EIN: 26-4768954 **Plan: 001**

For the plan year beginning 01/01/2022 and ending 12/31/2022
Form 5500- Schedule H, Line 4i
Schedule of Assets (Held At The End of The Year)

(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
*	Equitable	Guaranteed Interest Option	**	$ 562,998
	Total Guaranteed Interest Option			**562,998**
	AllianceBernstein	AB Government Money Market	**	136,793
	MFS	MFS New Discovery R6	**	32,436
	MFS Mid CA	MFS Mid Cap Value R6	**	208
	DFA	DFA US Targeted Value I	**	295,911
	American Funds	American Finds New World R6	**	12,028
	Franklin	Franklin Income R6	**	370
	Franklin	Franklin High Income R6	**	17,658
	Vanguard	Vanguard Windsor II Admiral	**	184,759
	Vanguard	Vanguard VIF Short Term INVMT Grade	**	9,697
	Vanguard	Vanguard Target Retirement 2065 INV	**	2,790
	Vanguard	Vanguard Target Retirement 2060 INV	**	5,419
	Vanguard	Vanguard Target Retirement 2055 INV	**	83,164
	Vanguard	Vanguard Target Retirement 2050 INV	**	47,255
	Vanguard	Vanguard Target Retirement 2045 INV	**	93,496
	Vanguard	Vanguard Target Retirement 2040 INV	**	234
	Vanguard	Vanguard Target Retirement 2035 INV	**	281,657
	Vanguard	Vanguard Target Retirement 2030 INV	**	95,031
	Vanguard	Vanguard Target Retirement 2025 INV	**	55,131
	Vanguard	Vanguard Target Retirement 2020 INV	**	505
	DFA	DFA Enhanced US Large Company I	**	14,809
	Janus	Janus Henderson Overseas N	**	60,532
	Vanguard	Vanguard Mid-Cap Growth Index Admiral	**	186,501
	Vanguard	Vanguard International Value Inv	**	512
	Vanguard	Vanguard International Growth Adm	**	39,179
	Lord Abbett	Lord Abbett Multi-Asset Income R6	**	37
	1290	1290 Diversified Bond I	**	259,107
	American Funds	American Funds Smallcap World R6	**	96
	Westrn Asset	Westrn Asset Core Plus VIT I	**	2,825
	American Century	American Century Ultra R6	**	61,731
	Fidelity	Fidelity 500 Index Institutional Premium	**	404,582
	Fidelity	Fidelity Large Cap Growth Index Instl PR	**	301,920
	Fidelity	Fidelity Large Cap Value Index Instl PRE	**	169
	Fidelity	Fidelity Mid Cap Index Instl Premium	**	27,909
	Fidelity	Fidelity Small Cap Index Instl Premium		4,183
	Janus	Janus Henderson Developed World Bond N	**	6,190
	Total Mutual Fund Investments			2,724,824
	Total Investment			**3,287,822**
*	PARTICIPANT LOANS	Loans to participants (interest of 4.25% to 8.50%)		$ 118,389
	Total Assets			**$ 3,406,211**

* Party in interest

**Cost omitted for participant-directed investments

See Auditor's Report and Notes to Financial Statements

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

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
Aspire Pharmaceuticals, Inc. 401(k) Plan

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2013

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)

Aspire Pharmaceuticals, Inc.

41 Veronica Avenue

US Somerset NJ 08873

2b Employer Identification Number (EIN)
26-4768954

2c Plan Sponsor's telephone number
(732) 447-1444

2d Business code (see instructions)
541700

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	X Disha Punjabi	X 10/12/2023	Disha Punjabi
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	X	X 10/12/2023	Madhav Pai
	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 [X] 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 and the plan name and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name **c** Plan name	**4d** PN	
5 Total number of participants at the beginning of the plan year	**5**	155
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)**	119
a(2) Total number of active participants at the end of the plan year	**6a(2)**	129
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	40
d Subtotal. Add lines **6a(2), 6b,** and **6c**.	**6d**	169
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	169
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	108
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1) [X]	Insurance	(1) [X]	Insurance
(2) [ ]	Code section 412(e)(3) insurance contracts	(2) [ ]	Code section 412(e)(3) insurance contracts
(3) [X]	Trust	(3) [X]	Trust
(4) [ ]	General assets of the sponsor	(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) [X] **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) [X] **H** (Financial Information)

(2) [ ] **I** (Financial Information - Small Plan)

(3) [X] 1 **A** (Insurance Information)

(4) [ ] **C** (Service Provider Information)

(5) [X] **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 _____

FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT

Aspire Pharmaceuticals ,Inc. 401(k) Plan

Years Ended December 31, 2022 and 2021

RAM ASSOCIATES, CPAS
3240 E. State Street Ext.
Hamilton, NJ 08619
Ph.: 609 631 9552
Fax:888 319 8898
Web: www.ramassociates.cpa

Aspire Pharmaceuticals ,Inc. 401(k) Plan

C O N T E N T S

	Page
Independent Auditor's Report ……..……	1-4
Financial Statements	
Statements of Net Assets Available for Benefits As of December 2022 and 2021……	5
Statement of Changes in Net Assets Available for Benefits For The Year Ended December 2022 ……	6
Notes to Financial Statements ……	7-16
Schedule H, Item 4 a - Schedule of Delinquent Participant Contributions ….....	17
Schedule H, Item 4i - Schedule of Assets (Held at The End of The Year) ……	18

Independent Auditor's Report

The Plan Administrator
Aspire Pharmaceuticals, Inc. 401 (k) Plan

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2022 Financial Statements

We have performed an audit of the financial statements of Aspire Pharmaceuticals, Inc. 401(k) Plan, an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2022, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements (2022 Financial Statements).

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2022 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2022, stating that the certified investment information, as described in Note H to the financial statements, is complete and accurate.

Opinion on the 2022 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section.

- the amounts and disclosures in the accompanying 2022 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- the information in the accompanying 2022 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects,

the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2022 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section of our report. We are required to be independent of Aspire Pharmaceuticals, Inc. 401(k) 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 2022 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Aspire Pharmaceuticals, Inc. 401(k) Plan's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

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

Auditor's Responsibilities for the Audit of the 2022 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit of the 2022 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Aspire Pharmaceuticals, Inc. 401(k) 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 Aspire Pharmaceuticals, Inc. 401(k) Plan's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2022 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

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

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

Other Matters

2022 Supplemental Schedules Required by ERISA

The supplemental schedule of Schedule H, Line 4i – Schedule of Assets, (Held at end of Year), and Schedule H, Line 4a- Schedule of Delinquent Participant Contributions, are presented for purposes of additional analysis and is not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management

and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

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

In our opinion

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

- the information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

2021 Financial Statements

We performed a compilation engagement with respect to the 2021 financial statements and our report thereon, dated September 29, 2023, stated that we did not audit or review those financial statements and, accordingly, express no opinion or other form of assurance on them.

Ram Associates

Ram Associates
Hamilton, NJ

Date: October 13, 2023

Aspire Pharmaceuticals ,Inc. 401(k) Plan

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,

Assets	2022	2021 (Compiled)
Value of funds held in insurance company general account, at contract value	$ 562,998	$ 358,748
Investments in Mutual Funds, at fair value	2,724,824	2,910,271
	3,287,822	3,269,019
Receivables:		
Employer's contribution	210,846	178,506
Notes receivable from participants	118,389	46,460
Total receivables	329,235	224,966
Total assets	3,617,057	3,493,985
Net assets available for benefits	$ 3,617,057	$ 3,493,985

The accompanying notes are an intergral part of these statements.

Aspire Pharmaceuticals ,Inc. 401(k) Plan

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

For The Year Ended December 31, 2022

Additions to net assets attributed to:		
Investment income		
Net appreciation (depreciation) in fair value of investment	$	(468,825)
Interest income on notes receivable from participants		4,520
Total investment loss		(464,305)
Contributions		
Participants', including rollovers of $9,932		461,512
Employer's		211,308
Total contributions		672,820
Total additions		208,515
Deductions from net assets attributed to:		
Benefits paid to participants		65,655
Administrative expenses		19,788
Total deductions		85,443
Net increase in net assets available for benefits		123,072
Net assets available for benefits at the begining of the year		3,493,985
Net assets available for benefits at the end of the year	$	3,617,057

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Aspire Pharmaceuticals, Inc. 401 (k) Plan (the "Plan") provides only general information. Aspire Pharmaceuticals, Inc. (the "Company") is the plan sponsor. All employees of the Company including the employees of fully owned subsidiaries are also eligible to participate in the Plan. Participants should refer to the Plan agreement and Summary Plan Description for a more complete description of the Plan's provisions.

1. General

On January 1, 2015, the Company established the Aspire Pharmaceuticals Inc. 401(k) Plan (hereinafter referred to as "Plan") to provide eligible employees with a means of deferring current compensation from income tax. Aspire Pharmaceuticals, Inc 401 (k) Plan is a prototype non-standardized profit-sharing plans for all employees of the Company who are at least twenty-one years of age and have completed one-month service with entry on the first day of the month coincident with or following the satisfaction of eligibility to participate in the plan. The employees of the Company who are at least twenty-one years of age and are employed on the last day of the Plan year are eligible for employer safe harbor match. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan was restated with effect from January 01, 2022, to bring the plan into compliance with the legislative and regulatory changes set forth in IRS Notice 2017-37.

2. Investments Held by Insurance Company

The Plan's investments were held in a trust with Equitable Life Insurance Company, (the "Custodian"). Among other duties, the Custodian is responsible for the custody, record keeping, investing of the Plan assets, and for the payment of benefits to eligible participants. All contributions are invested by the Custodian as designated by the Plan participants.

Under the Plan, participants may elect to direct the contributions for deposit in Equitable Life Insurance Company's Account. Contributions placed in the Account may be invested in various mutual funds, a Guaranteed Interest Option, or a money market account and accumulate units that are valued on a daily basis at market value. The account is credited with earnings on the

underlying investments and is charged for Plan withdrawals and administrative expenses.

3. Contributions

Within each calendar year, participants may voluntarily elect to contribute up to the annual dollar limit, as defined in the Plan ("Salary Deferral"). The Participant's Salary Deferral is subject to annual dollar limits published by the Internal Revenue Service of $20,500 and $19,500 for years ended 2022 and 2021, respectively. The catch-up contribution limit for participants age 50 or older is $6,500 and $6,500 for years ended 2022 and 2021. The Company has elected to make discretionary safe harbor matching contributions, which equal to 100% of employee deferrals that does not exceed 3% of compensation plus 50% of elective deferrals that exceeds 3% but does not exceed 5% of compensation. Any matching contribution is allocated in a non-discriminatory manner based upon each Contributing Participant's Elective Deferrals ("Employer Matching"). The Employer safe harbor matching contributions during the year ended December 31, 2022 was $211,308. Safe harbor employer matching contributions are 100% vested to the participants. Participants are also permitted to make rollover contributions ("Rollover Account Balance") to the Plan of distributions from certain other tax-qualified retirement plans in which the Participant has participated. The Company, at its discretion, may make non-elective contributions at the end of the year to eligible participants. The Company did not make any non-elective contribution for 2022.

4. Participant Accounts

Separate accounts are maintained for each participant's contributions and earnings thereon. The participant may direct that the account be invested in one or more funds, as permitted by the Plan. Allocations are based on individual participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

5. Vesting

Upon termination of employment, a participant is entitled to 100% of the value of his / her Salary Deferral account balance and Rollover Account balance and qualifying rollover distribution; plus 100% of the safe harbor matching contributions plus, a specified percentage of his/her employer non-elective contributions on a pro-rata basis, based upon the vesting

provisions of the Plan. To receive the share of non-elective contribution, the employee should be employed on the last day of the Plan year and must have 1,000 hours of service credited in the Plan year. The participants are vested in the employer non-elective contributions on six year tiered vesting schedule:

Years of Services	% Vested
1 year	0%
2 years	20%
3 years	40%
4 years	60%
5 years	80%
6 years and over	100%

6. Forfeitures

Forfeitures resulting from application of the vesting provisions, are maintained separately by the Plan. Forfeitures can be used to reduce employer-matching contributions or pay administrative expenses. In the event of the Plan termination, any unused forfeiture balances will be allocated to participant accounts. During the year, the forfeiture of non-vested accounts were $Nil .

7. Payment of Benefits

Prior to the age of 59-1/2, distributions and withdrawal will be subject to 10% federal tax penalty, except where excluded pursuant to Internal Revenue Code. After attaining age 59-1/2, 100 percent of the participant's account may be withdrawn for any reason. Upon termination of employment for any reason, a participant's vested account balance will be distributed to the participant, or designated beneficiary, at his or her option or left in the plan.

8. Loans to Participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account

balance, further reduced by any loan balance at any time during the prior twelve months. Interest rates ranged from 4.25% to 8.25% during the years 2022 and 2021. Loan terms range from one to five years and are secured by the balance in the participant's account. However, if the loan is used to purchase a principal residence, the loan can be repaid over a period of not more than 10 years.

9. Concentration of Credit Risk

Financial instruments that potentially subject the plan to concentrations of credit risk are part of the holdings in Plan's investments. Management believes that the Custodian maintains the Plan's investment with high credit quality institutions and attempts to limit the credit exposure of investments.

10. Current Legislation

The CARES Act provides for expanded distribution options, loans and loan relief to qualified individuals. It is optional for employers to adopt the distribution and loan rules of section 2202 of the CARES Act. An employer is permitted to choose whether, and to what extent, to amend its plan to provide for coronavirus-related distributions and/or loans that satisfy the provisions of section 2202 of the CARES Act.

In December 2020, Congress passed the Consolidated Appropriations Act, 2021 (the "CA Act"). The CA Act provided relief for participants affected by disasters other than the COVID-19 pandemic that occurred between December 28, 2019, and December 27, 2020, as declared by the President of the United States between January 1, 2020, and February 25, 2021. The CA Act provided non-COVID-19 disaster relief options similar to the CARES Act and most of its provisions expired on June 25, 2021.

Effective January 1, 2020, pursuant to the Setting Every Community Up for Retirement Enhancement Act of 2019 (the "SECURE Act"), participants who reach age 70.5 during 2020 or later are required to start taking required minimum distributions from April 1, following the calendar year in which the participant reach 72 years of age.

NOTE B - SUMMARY OF ACCOUNTING POLICIES

1. ***Basis of Accounting***

   The financial statements of the Plan are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America as applied to profit sharing plans and in accordance with the terms of the trust agreement. Certain prior year amounts have been reclassified for consistency with current year presentation.

2. ***Use of Estimates in Financial Statements***

   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 in determining the reported amounts of net assets and disclosure of contingent assets and liabilities, as of the date of the financial statements, and reported amounts of additions to the net assets and deductions from the net assets during the reporting period. Actual results may differ significantly from those estimates.

3. ***Investment Valuation and Income Recognition***

   The Plan adopted Financial Accounting Standards Board ASC 820, Fair Value Measurement ("FASB ASC 820"). FASB ASC 820 defines fair value. The standard establishes a framework for measuring fair value in accordance with generally accepted accounting principles and expands disclosure about fair value measurement. Refer to Note C- Fair Value Measurement for related disclosure.

   Participant loans are valued at cost, which approximates fair value.

   The Plan's investments are stated at fair value. Quoted market prices are used to value investments.

   Purchases and sales of securities are recorded on a trade-date basis. Dividend income is recorded on the ex-dividend date and interest income is accrued as earned.

4. ***Payment of Benefits***

   Benefits are recorded when paid.

5. ***Administrative Expenses***

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the Plan. Investment management and recordkeeping service fees are borne by the Plan. Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Investment-related fees are included in the net appreciation or depreciation of the fair market value of the investments.

6. ***Gains and Losses***

The realized gain or loss on the sale of investment is the difference between the proceeds received and the average cost of the investment sold. Unrealized appreciation or depreciation in the aggregate fair value of investments represents the changes in the difference between the fair value and cost of investment.

Realized gains and losses are computed on a current value basis for Form 5500. This difference may result in a differing classification between realized and unrealized gains and losses: total gain or loss will be unaffected.

7. ***Notes Receivable from Participants***

Loans from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on an accrual basis. Related fees are recorded as administrative expenses and are paid when they are incurred. No allowance for credit losses has been recorded as of December 31, 2022.

NOTE C- FAIR VALUE MEASUREMENT

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. A fair value measurement reflects all of the assumptions that market participants would use in pricing the asset or liability, including assumptions about the risk inherent in a particular valuation technique, the effect of a restriction on the sale or use of an asset and the risk of nonperformance. The Plan groups its assets measured at fair value into a three-level hierarchy for valuation techniques used to measure financial assets at fair

value. This hierarchy is based on whether the valuation inputs are observable or unobservable. These levels are:

• Level 1 – Quoted prices in active markets for identical assets. Level 1 includes mutual funds and corporate stocks, which have amounts invested in mutual funds that are Level 1.

• Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets. The Plan had no Level 2 investments during 2022 or 2021.

• Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets. If the Plan were to change its valuation inputs for measuring financial assets at fair value, either due to changes in current market conditions or other factors, it may need to transfer those assets into or out of Level 3 of the hierarchy based on the new inputs used. During the years ended December 31, 2022, there were no transfers of financial assets into or out of Level 3 of the hierarchy. The following section is a description of the valuation techniques and inputs used by the Plan to measure each major class of assets at fair value. During 2022, there were no changes to the valuation techniques used by the Plan to measure fair value. There were no unfunded commitments related to these investments for the years ended December 31, 2022.

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. 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. (Level 1 input)

Investment in Guaranteed Interest Account (GIO), part of Equitable Life Insurance Company's general account, which supports all of Equitable's policy and contract obligations including those that apply to the GIO, is valued at Contract Cash Surrender Value, which is it's fair value.

Participant loans are valued at the outstanding loan balance.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2022.

December 31, 2022	**Total**	**Level 1**	**Level 2**
Mutual Funds	$ 2,724,824	$ 2,724,824	$ -
Guarantee Interest Account (GIO)	562,998	-	562,998
Total investments	**$ 3,287,822**	$ 2,724,824	$ 562,998

December 31, 2021	**Total**	**Level 1**	**Level 2**
Mutual Funds	$ 2,910,271	$ 2,910,271	$ -
Guarantee Interest Account (GIO)	358,748	-	358,748
Total investments	**$ 3,269,019**	$ 2,910,271	$ 358,748

For the year ended December 31, 2022, the net depreciation in fair value of investments was $ 468,825

NOTE D – ROLLOVER CONTRIBUTIONS

There were rollover contributions of $9,932 during the year ended December 31, 2022.

NOTE E - RELATED-PARTY TRANSACTIONS AND PARTY IN INTEREST TRANSACTIONS

Plan investments include Guaranteed Interest Account which is part of Equitable Life Insurance General Account, a money market account and several mutual funds managed by Equitable Life Insurance Company. Equitable Life Insurance Company is the custodian of the Plan assets and therefore these transactions qualify as party–in-interest transactions.

The Plan issues loans to participants, which are secured by the balances in the participants' accounts. These transactions qualify as party-in-interest transactions.

Fees paid by the Plan for the investment management services amounted to $19,788 for the year ended December 31, 2022.

NOTE F – 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 be 100 percent vested in their employer contributions.

NOTE G: TAX STATUS

The Plan has received a favorable tax opinion letter dated June 30, 2020, in which the Internal Revenue Service ('IRS") states that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ('IRC'). The Company and the Plan management believe that the Plan is currently designed and operated in compliance with the applicable requirements of the Code and the Plan and related trust continue to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America ("GAAP") require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by the taxing jurisdictions, however, the Plan administrator believes it is no longer subject to income tax examinations for years prior to 2019.

NOTE H - INFORMATION CERTIFIED BY EQUITABLE LIFE INSURANCE COMPANY.

The Plan's asset information as of December 31, 2022, and for the year ended December 31, 2022, included throughout the Plan's financial statements and ERISA-required supplemental schedule, were obtained by management and agreed to or derived from information certified by Equitable Life Insurance Company, the custodian of the Plan. The Plan Administrator has obtained certifications from the custodian that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and ERISA-required supplemental schedule related to the following:

- Market value and number of shares of investments on December 31, 2022
- Interest and dividend income for the year ended December 31, 2022.
- Net depreciation in fair value of investments for the year ended December 31, 2022.
- All information regarding assets held by the Plan at December 31, 2022 included in the schedule of Assets (Held at End of year).

NOTE I - RISKS AND UNCERTAINTIES

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

NOTE J – FIDELITY BOND

The Plan is adequately covered by a fidelity bond as required by ERISA.

NOTE K- EXCESS CONTRIBUTION

The Plan is a safe harbor 401(k) plan and is not subject to discrimination testing. There were no corrective distributions for the year ended December 31,2022.

NOTE L – SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 13, 2023, the date which the financial statements were available to be issued. No reportable subsequent events have occurred through October 13, 2023, which would have a significant effect on the financial statements as of December 31, 2022, except as otherwise disclosed.

SCHEDULE H, LINE 4a **SPONSOR: ASPIRE PHARMACEUTICALS INC.**
SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS **EIN: 26-4768954**
DECEMBER 31, 2022 **PLAN NUMBER: 001**
NAME: ASPIRE PHARMACEUTICALS INC 401(k) PLAN

Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Totally Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are Included: x	$ 27,858	$ -	$ -	$ -

ASPIRE PHARMACEUTICALS INC 401(k) PLAN

EIN: 26-4768954 **Plan: 001**

For the plan year beginning 01/01/2022 and ending 12/31/2022
Form 5500- Schedule H, Line 4i
Schedule of Assets (Held At The End of The Year)

(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
*	Equitable	Guaranteed Interest Option	**	$ 562,998
	Total Guaranteed Interest Option			**562,998**
	AllianceBernstein	AB Government Money Market	**	136,793
	MFS	MFS New Discovery R6	**	32,436
	MFS Mid CA	MFS Mid Cap Value R6	**	208
	DFA	DFA US Targeted Value I	**	295,911
	American Funds	American Finds New World R6	**	12,028
	Franklin	Franklin Income R6	**	370
	Franklin	Franklin High Income R6	**	17,658
	Vanguard	Vanguard Windsor II Admiral	**	184,759
	Vanguard	Vanguard VIF Short Term INVMT Grade	**	9,697
	Vanguard	Vanguard Target Retirement 2065 INV	**	2,790
	Vanguard	Vanguard Target Retirement 2060 INV	**	5,419
	Vanguard	Vanguard Target Retirement 2055 INV	**	83,164
	Vanguard	Vanguard Target Retirement 2050 INV	**	47,255
	Vanguard	Vanguard Target Retirement 2045 INV	**	93,496
	Vanguard	Vanguard Target Retirement 2040 INV	**	234
	Vanguard	Vanguard Target Retirement 2035 INV	**	281,657
	Vanguard	Vanguard Target Retirement 2030 INV	**	95,031
	Vanguard	Vanguard Target Retirement 2025 INV	**	55,131
	Vanguard	Vanguard Target Retirement 2020 INV	**	505
	DFA	DFA Enhanced US Large Company I	**	14,809
	Janus	Janus Henderson Overseas N	**	60,532
	Vanguard	Vanguard Mid-Cap Growth Index Admiral	**	186,501
	Vanguard	Vanguard International Value Inv	**	512
	Vanguard	Vanguard International Growth Adm	**	39,179
	Lord Abbett	Lord Abbett Multi-Asset Income R6	**	37
	1290	1290 Diversified Bond I	**	259,107
	American Funds	American Funds Smallcap World R6	**	96
	Westrn Asset	Westrn Asset Core Plus VIT I	**	2,825
	American Century	American Century Ultra R6	**	61,731
	Fidelity	Fidelity 500 Index Institutional Premium	**	404,582
	Fidelity	Fidelity Large Cap Growth Index Instl PR	**	301,920
	Fidelity	Fidelity Large Cap Value Index Instl PRE	**	169
	Fidelity	Fidelity Mid Cap Index Instl Premium	**	27,909
	Fidelity	Fidelity Small Cap Index Instl Premium		4,183
	Janus	Janus Henderson Developed World Bond N	**	6,190
	Total Mutual Fund Investments			2,724,824
	Total Investment			**3,287,822**
*	PARTICIPANT LOANS	Loans to participants (interest of 4.25% to 8.50%)		$ 118,389
	Total Assets			**$ 3,406,211**

* Party in interest

**Cost omitted for participant-directed investments

See Auditor's Report and Notes to Financial Statements