

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

Department of the Treasury Internal Revenue Service

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).

2023

Department of Labor Employee Benefits Security Administration

Complete all entries in accordance with the instructions to the Form 5500.

Pension Benefit Guaranty Corporation

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

- A This return/report is for: [] a multiemployer plan [] a multiple-employer plan... [X] a single-employer plan [] a DFE... B This return/report is: [] the first return/report [X] the final return/report... C If the plan is a collectively-bargained plan, check here... [X] D Check box if filing under: [] Form 5558 [] automatic extension [] the DFVC program... 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: REXAM SUPPLEMENTAL UNEMPLOYMENT BENEFIT PLAN - USW
1b Three-digit plan number (PN): 669
1c Effective date of plan: 01/01/1957
2a Plan sponsor's name (employer, if for a single-employer plan): BALL, INC.
2b Employer Identification Number (EIN): 06-1122239
2c Plan Sponsor's telephone number: 303-469-3131
2d Business code (see instructions): 339900

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

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

Table with 4 columns: SIGN HERE, Signature of plan administrator, Date, Enter name of individual signing as plan administrator. Includes rows for employer/plan sponsor and DFE.

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

Form 5500 (2023) v. 230707

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN	
	4d PN	
5 Total number of participants at the beginning of the plan year	5	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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6a(1)	81
	6a(2)	0
	6b	0
	6c	0
	6d	0
	6e	
	6f	0
	6g(1)	
6g(2)		
6h		
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:

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:
4C

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) <input type="checkbox"/> Insurance	(1) <input type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input checked="" type="checkbox"/> General assets of the sponsor	(4) <input checked="" type="checkbox"/> 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)

<p>a Pension Schedules</p> <p>(1) <input type="checkbox"/> R (Retirement Plan Information)</p> <p>(2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary</p> <p>(3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary</p> <p>(4) <input type="checkbox"/> DCG (Individual Plan Information) – Number Attached _____</p> <p>(5) <input type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)</p>	<p>b General Schedules</p> <p>(1) <input checked="" type="checkbox"/> H (Financial Information)</p> <p>(2) <input type="checkbox"/> I (Financial Information – Small Plan)</p> <p>(3) <input type="checkbox"/> A (Insurance Information) – Number Attached _____</p> <p>(4) <input type="checkbox"/> C (Service Provider Information)</p> <p>(5) <input type="checkbox"/> D (DFE/Participating Plan Information)</p> <p>(6) <input type="checkbox"/> G (Financial Transaction Schedules)</p>
--	---

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 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

**SCHEDULE H
(Form 5500)**

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

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

OMB No. 1210-0110

2023

This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning **01/01/2023** and ending **12/31/2023**

A Name of plan REXAM SUPPLEMENTAL UNEMPLOYMENT BENEFIT PLAN - USW		B Three-digit plan number (PN) ▶	669
C Plan sponsor's name as shown on line 2a of Form 5500 BALL, INC.		D Employer Identification Number (EIN) 06-1122239	

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)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	536	0
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)		
(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)	180347	0
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	180883	0
Liabilities			
g Benefit claims payable	1g	4662975	0
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	4662975	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	-4482092	0

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)	13130395	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		13130395
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)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		
(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)	7431	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		7431
(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)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		13137826

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	8467420	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)	188314	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		8655734
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Recordkeeping fees.....	2i(3)		
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		
j Total expenses. Add all expense amounts in column (b) and enter total	2j		8655734

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		4482092
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

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

(1) Name: **BDO USA, P.C.**

(2) EIN: **13-5381590**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) This form is filed for a CCT, PSA, DCG 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. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

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.)		X	
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.).....		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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	X		15000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
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?		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?.....		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....		X	
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.).....	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?	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
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.			

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 **188314**.

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 _____.

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT
BENEFITS PLAN**

FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

Including Independent Auditor's Report

As of and For the Years Ended December 31, 2023 (Liquidation Basis) and 2022
(Ongoing)

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

TABLE OF CONTENTS

Independent Auditor's Report	1-4
Financial Statements	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7-13
Supplemental Information	
Schedule H, Line 4(j) – Schedule of Reportable Transactions	14



Independent Auditor's Report

To the Plan Administrator
Rexam Beverage Can Company United Steel Workers of America
Supplemental Unemployment Benefits Plan
Westminster, Colorado

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

We have performed audits of the financial statements of Rexam Beverage Can Company United Steel Workers of America Supplemental Unemployment Benefits Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C). The financial statements comprise the statements of net assets available for benefits as of December 31, 2023 (Liquidation Basis) and 2022 (Ongoing), and the related statements of changes in net assets available for benefits for the years ended December 31, 2023 (Liquidation Basis) and 2022 (Ongoing), and the related notes to the financial statements.

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

Management has obtained certifications from a qualified institution as of December 31, 2023 and 2022, and for the years then ended, stating that the certified investment information, as described in Note 7 to the financial statements, is complete and accurate.

Opinion

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

- the amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (GAAP); and
- the certified investment information in the accompanying financial statements agrees to, or is derived from, in all material respects, the information prepared and certified by a qualified institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).



Emphasis of Matter - Termination of the Plan and Liquidation Basis of Accounting

As further discussed in Note 6 to the financial statements, the governing body of the Plan approved the termination of the Plan effective February 24, 2023, and management determined liquidation was imminent. As a result, in accordance with GAAP, the Plan has changed its basis of accounting from the going concern basis used in presenting the 2022 financial statements to the liquidation basis used in presenting the 2023 financial statements. Our opinion is not modified with respect to this matter.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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



In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certifications, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of GAAP.

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

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

Supplemental Schedule Required by ERISA

The supplemental schedule of reportable transactions for the year ended December 31, 2023 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.



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

In our opinion:

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

BDO USA, P.C.

May 17, 2024

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
As of December 31, 2023 (Liquidation Basis) and 2022 (Ongoing)

	2023 <u>(Liquidation Basis)</u>	2022 <u>(Ongoing)</u>
ASSETS:		
Investment, at fair value	\$ -	\$ 180,347
Income receivable	-	536
Total assets	<u>-</u>	<u>180,883</u>
Net assets available for benefits	<u>\$ -</u>	<u>\$ 180,883</u>

See accompanying notes to financial statements.

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
For the Years Ended December 31, 2023 and 2022

	<u>2023</u> <u>(Liquidation Basis)</u>	<u>2022</u> <u>(Ongoing)</u>
Additions:		
Company contributions	\$ 13,130,395	\$ 5,015,115
Investment income	7,431	2,290
Total Additions	<u>13,137,826</u>	<u>5,017,405</u>
Deductions:		
Payments to participants	<u>13,130,395</u>	<u>5,014,615</u>
Total Deductions	13,130,395	5,014,615
Net Increase (Decrease) before transfers	7,431	2,790
Transfers out (see Note 1)	(188,314)	-
Net assets available for benefits:		
Beginning of the period	<u>180,883</u>	<u>178,093</u>
End of the period	<u>\$ -</u>	<u>\$ 180,883</u>

See accompanying notes to financial statements.

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2023 and 2022

NOTE 1—Description of the Plan

The following description of the Rexam Beverage Can Company United Steel Workers of America Supplemental Unemployment Benefits Plan (the “Plan”) is provided for general information purposes only. Users of these financial statements should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan was a welfare plan which provided benefits to hourly employees covered under the February 16, 1981 Agreement (the “Agreement”), which was superseded by the February 25, 2007 agreement, between Rexam Beverage Can Company (“RBCC” or the “Company” and successor to American National Can Company) and the United Steel Workers of America (“USW”). The Plan's predecessor administrator, RBCC, was acquired by Ball Corporation and is now an indirect wholly owned subsidiary of Ball Corporation. Ball Corporation is a publicly traded company on the New York Stock Exchange. The plan sponsor was Ball, Inc.

The Northern Trust Company was the trustee of the Plan (the “Trustee” or “Northern Trust”). The Trustee held all assets of the Plan in accordance with provisions of the agreement with the Company.

On November 3, 2022, Ball Corporation announced the closure of the two remaining locations participating in the Agreement (Phoenix, Arizona and St. Paul, Minnesota). The Phoenix plant closed on November 30, 2022 and the St. Paul plant closed on February 8, 2023.

On December 27, 2023, the Plan and the related Supplemental Unemployment Benefits Trust (the “Trust”) were terminated by the Ball Corporation Global Pension and Benefits Committee (the “GPBC”). This termination was effective as of February 24, 2023. As a result of the resolution to terminate the Plan, Trust funds were transferred to Ball Corporation as a partial reimbursement of the severance payments which were paid out to covered employees from the Ball Corporation, due to the plant closures. Additional minimal income earned by the Trust after the initial transfer in 2023 was recorded in the 2023 Statement of Changes in Net Assets Available for Benefits under the liquidation basis of accounting and was transferred to Ball Corporation on May 10, 2024, which concluded the liquidation of the Plan and Trust.

Benefits

The Agreement provided that assets are to be held in the Trust, which is the trustee portion of the Supplemental Unemployment Benefits Fund (the “Fund”). Benefits paid, in amounts as specified by the Agreement, were for weekly unemployment benefits to provide income while a covered participant was on layoff, short week benefits for any week in which a covered participant was partially unemployed, that is, the participant worked less than 32 hours for the Company, and severance payments for participants affected by permanent plant closings.

As provided under the terms of the Agreement, benefits paid were based on the years of service of Plan participants. Participants with at least ten years of service were paid guaranteed benefits regardless of the Fund level for the first 104 weeks of their unemployment and up to an additional 156 weeks of non-guaranteed payments. Participants with at least two, but less than ten years, of service were eligible for non-guaranteed benefits for up to 104 weeks of unemployment. Non-guaranteed benefits were determined by the Fund level. Annually, a maximum Fund level was determined by the Company by multiplying hours worked by covered participants by the Plan's accrual rate. The maximum Fund level was used as a basis

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2023 and 2022

NOTE 1—Description of the Plan (cont.)

for calculating the Fund ratio and the Company's required contribution. The maximum fund level was \$101,916 for 2022. As the Trust has been terminated and funds have been distributed, there were no additional required funding balances remaining for 2023.

Contributions and Funding

Each month, the Fund ratio was calculated by adding the market value of the Trust assets to the Company's accrual account and dividing that total by the maximum Fund level. When the ratio fell below 35% (but was at least 25%), non-guaranteed weekly benefits were reduced to 60% of the normal benefits; when the ratio was at least 15% but less than 25%, 30% of normal benefits were paid; and when the ratio was less than 15%, no benefits were paid.

The Company accrued \$0.25 for each hour worked per the new Agreement between the Company and the USW effective for the plan years ended December 31, 2023 and 2022. Contributions were not required when the Fund ratio equaled or exceeded 120% of the maximum Fund level. The Company made contributions directly to the Trust, as needed.

NOTE 2—Summary of Significant Accounting Policies

Basis of Accounting and Use of Estimates

Financial Accounting Standards Board ("FASB") issued Accounting Standards Codification ("ASC") 205-30, *Presentation of Financial Statements: Liquidation Basis of Accounting*, which requires an entity to prepare its financial statement using the liquidation basis of accounting when liquidation is imminent. The Plan implemented ASC 205-40 for the 2023 plan year as this is when the liquidation was determined to be imminent. Therefore, the accompanying financial statements have been prepared on a liquidation basis of accounting as of and for the year ended December 31, 2023 and in the ongoing (accrual) basis of accounting as of December 31, 2022. The adoption did not have a material impact on the financial statements. The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires the Plan's management to make estimates and assumptions that affect the accompanying financial statements and disclosures. Actual results could differ from these estimates.

Investment Valuation and Income Recognition

Investments were reported at fair value. All investments were held in a money market fund. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for details on inputs, valuation techniques and fair value measurement level within the fair value hierarchy.

Interest income was recorded on the accrual basis. Purchases and sales of securities were recorded on a trade-date basis.

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2023 and 2022

NOTE 2—Summary of Significant Accounting Policies (cont.)

Administrative Expenses

Under the terms of the Agreement between the Company and USW, the Plan paid fees to the Trustee, up to a maximum of 1/24 of 1% of the trusteed portion and the accrual account on the first day of each month in the calendar year. The Company reimbursed the Plan for all trustee fees for the 2023 and 2022 Plan years. Any fees paid or reimbursed by the Company, including trustee fees, are excluded from these financial statements.

Benefit Payments

Benefits were recorded when paid.

NOTE 3—Fair Value of Financial Instruments

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy under authoritative guidance are described as follows:

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

Level 2— Inputs to the valuation methodology include:

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

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

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

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2023 and 2022.

Money market fund: Valued at the quoted net asset value ("NAV") of shares held by the Plan at year end.

**REXAM BEVERAGE CAN COMPANY
 UNITED STEEL WORKERS OF AMERICA
 SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
 As of and For the Years Ended December 31, 2023 and 2022

NOTE 3—Fair Value of Financial Instruments (cont.)

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

The Plan sponsor is responsible for the determination of fair value and has not historically adjusted the prices obtained from pricing services.

The tables below present the balances of assets and liabilities measured at fair value on a recurring basis by level within the hierarchy.

	Assets at Fair Value as of December 31, 2023			
	Level 1	Level 2	Level 3	Total
Money market fund	\$ -	\$ -	\$ -	\$ -
	-	-	-	-

	Assets at Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Money market fund	\$ 180,347	\$ -	\$ -	\$ 180,347
	180,347	-	-	180,347

NOTE 4—Benefit Obligations and Claims Payable

The obligations recorded by the Plan for benefits payable relate to guaranteed and non-guaranteed benefits estimated by the Company to become payable by the Plan. The portion of this liability related to guaranteed benefits will be fully funded by the Company when payable by the Plan. Non-guaranteed benefits are payable only from Plan assets to the extent of the lesser of (a) Plan assets or (b) estimated future obligations for participants currently eligible for such non-guaranteed benefits.

The liability for claims payable and incurred but not reported for current benefit coverage is calculated based on information provided by the Company. The information consists of actual payments made in the first part of the year (through August 31 of the subsequent year for the 2022 plan year) that relate to benefit payments for services that were provided during the prior years. The plan administrator believes this information is sufficient to make a reasonable estimate of the claims payable and incurred but not reported for current benefit coverage. It is reasonably likely that significant changes from the estimate could occur.

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2023 and 2022

NOTE 4—Benefit Obligations and Claims Payable (cont.)

A postemployment benefit obligation has been recognized for supplemental benefit obligations for eligible participants due to the Phoenix, Arizona and St. Paul, Minnesota plant closures. The Phoenix plant closed on November 30, 2022 and the St. Paul plant closed on February 8, 2023. The Phoenix supplemental benefit obligations were made in two payments, one in 2022 and the other in 2023. The St. Paul supplemental benefit obligations were paid in 2023. These obligations represent future benefits that are attributable by the terms of the Plan to employee service rendered through the date these financial statements were issued. These amounts were calculated based on expected payments to be received by individual participants affected by the plant closures, based on the terms of the Plan and related closure agreements between the Company and USW. The obligations represent the amounts that were expected to be funded by future contributions from the Company as of the date of the financial statements. Only postemployment obligations related to the plant closures have been recognized. Due to the Plan termination, no additional future postemployment obligations are expected as of the financial statement dates.

	2023	2022
Amounts currently payable:		
Obligations for current guaranteed benefit coverage—	-	-
Claims payable	\$ -	\$ 4,662,975
Total benefit obligations currently payable	\$ -	\$ 4,662,975
Postemployment benefit obligations, net of amounts currently payable:		
Supplemental Unemployment Benefits	-	8,467,420
Total benefit obligations	\$ -	\$ 13,130,395
Changes in claims payable:		
Amounts currently payable:		
Balance at beginning of year	\$ 4,662,975	\$ -
Claim obligations incurred including claims for supplemental unemployment benefits reclassified from post-employment benefit obligations	8,467,420	9,677,590
Claims paid in plan year	(13,130,395)	(5,014,615)
Balance at end of year	-	4,662,975
Postemployment benefit obligations, net of amounts currently payable:		
Balance at beginning of year	\$ 8,467,420	\$ -
Benefits earned	-	18,145,010
Claims and claims reclassified to amounts currently payable	(8,467,420)	(9,677,590)
Balance at the end of the year	-	8,467,420
Total benefit obligations at end of year	\$ -	\$ 13,130,395

**REXAM BEVERAGE CAN COMPANY
UNITED STEEL WORKERS OF AMERICA
SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
As of and For the Years Ended December 31, 2023 and 2022

NOTE 5—Parties-In-Interest

The Plan invested entirely in one money market fund managed by the Trustee of the Plan. Accordingly, these related transactions qualify as party-in-interest transactions. Any administrative fees paid by the Plan to the Trustee also qualify as party-in-interest transactions.

Certain employees of the Company provided administrative services for the Plan and were not reimbursed for their services by the Plan. These transactions were exempt from prohibited transaction rules.

NOTE 6—Plan Termination

On December 27, 2023, the Plan and the related Trust were terminated by the GPBC. This termination was effective as of February 24, 2023. As a result of the resolution to terminate the Plan, Trust funds were transferred to Ball Corporation as a partial reimbursement of the severance payments which were paid out to covered employees from the Ball Corporation, due to the plant closures. Additional income earned by the Trust after the initial transfer in 2023 was immaterial.

NOTE 7—Certified Investment Information

The plan administrator has elected the method of compliance as permitted by ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA for 2023 and 2022. Accordingly, the Trustee, a qualified institution, has certified to the completeness and accuracy of all investments reported in the accompanying statements of net assets available for benefits as of December 31, 2023 and 2022, the related investment activity reported in the statements of changes in net assets available for benefits for the years then ended and the notes to the financial statements.

NOTE 8—Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated May 1962, that the Trust is designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

U.S. GAAP requires management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2023 and 2022, there are no uncertain positions taken, or expected to be taken, that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

**REXAM BEVERAGE CAN COMPANY
 UNITED STEEL WORKERS OF AMERICA
 SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

NOTES TO FINANCIAL STATEMENTS
 As of and For the Years Ended December 31, 2023 and 2022

NOTE 9—Concentrations, Risk and Uncertainties

The Plan invested entirely in one money market fund, managed by the Trustee of the Plan.

Plan benefit obligations were calculated on estimated participant activity. Due to uncertainties inherent in the estimations and assumptions process, it was at least reasonably possible that changes in these estimates and assumptions in the near term would have been material to the financial statements.

NOTE 10—Reconciliation to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Net assets available for benefits per the financial statements	\$ -	\$ 180,883
Claims payable	-	(4,662,975)
Net assets per the Form 5500 (unaudited)	<u>\$ -</u>	<u>\$ (4,482,092)</u>

The following is a reconciliation of benefit payments per financial statements to the Form 5500 for the years ended December 31, 2023 and 2022.

	<u>2023</u>	<u>2022</u>
Benefit payments per the financial statements	\$ 13,130,395	\$ 5,014,615
Change in claims payable	(4,662,975)	4,662,975
Benefit payments per the Form 5500 (unaudited)	<u>\$ 8,467,420</u>	<u>\$ 9,677,590</u>

NOTE 11—Subsequent Events

Management has evaluated subsequent events through May 17, 2024, the date these financial statements were available to be issued.

**REXAM BEVERAGE CAN COMPANY
 UNITED STEEL WORKERS OF AMERICA
 SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

Schedule H, Line 4(j) – Schedule of Reportable Transactions
 EIN: 06-1122239
 PLAN NUMBER: 669
 For the Year Ended December 31, 2023

Security Description/Asset ID	Shares/Par		Acquisition Price	Disposition Price	Cost	Current Value on Transaction Net	
	Value	Date				Date	Gain/Loss
MFB NORTHERN INSTL FDS GOVT PORTFOLIO CL A CUSIP:							
* 665278404	\$ 183,457.25	May 1, 2023	1.00		\$ 183,457.25	\$ 183,457.25	\$0.00
MGB NTHN INSTL FDS GOVT PORTFOLIO CUSIP:							
* 665278404	(182,762.85)	May 1, 2023		1.00	182,762.85	182,762.85	0.00
MFB NORTHERN INSTL FDS GOVT PORTFOLIO CL A CUSIP:							
* 665278404	(188,151.79)	Nov 7, 2023		1.00	188,151.79	188,151.79	0.00

*Indicates a party-in-interest to the Plan, as defined by ERISA.

**REXAM BEVERAGE CAN COMPANY
 UNITED STEEL WORKERS OF AMERICA
 SUPPLEMENTAL UNEMPLOYMENT BENEFITS PLAN**

Schedule H, Line 4(j) – Schedule of Reportable Transactions
 EIN: 06-1122239
 PLAN NUMBER: 669
 For the Year Ended December 31, 2023

Security Description/Asset ID	Shares/Par Value	Date	Acquisition Price	Disposition Price	Cost	Current Value on Transaction Date	Net Gain/Loss
MFB NORTHERN INSTL FDS GOVT PORTFOLIO CL A CUSIP: * 665278404	\$ 183,457.25	May 1, 2023	1.00		\$183,457.25	\$ 183,457.25	\$0.00
MGB NTHN INSTL FDS GOVT PORTFOLIO CUSIP: * 665278404	(182,762.85)	May 1, 2023		1.00	182,762.85	182,762.85	0.00
MFB NORTHERN INSTL FDS GOVT PORTFOLIO CL A CUSIP: * 665278404	(188,151.79)	Nov 7, 2023		1.00	188,151.79	188,151.79	0.00

*Indicates a party-in-interest to the Plan, as defined by ERISA.

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

2023

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

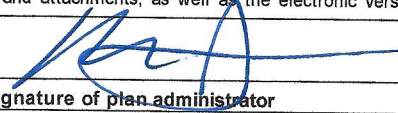
- A** This return/report is for: a multiemployer plan a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)
- B** This return/report is: a single-employer plan a DFE (specify) _____
 the first return/report the final 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 REXAM SUPPLEMENTAL UNEMPLOYMENT BENEFIT PLAN - USW	1b Three-digit plan number (PN) ▶ 669 1c Effective date of plan 01/01/1957
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) BALL, INC. 9200 W. 108TH CIRCLE WESTMINSTER, CO 80021	2b Employer Identification Number (EIN) 06-1122239 2c Plan Sponsor's telephone number 303-469-3131 2d Business code (see instructions) 339900

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		5/23/2024	MICHAEL MARTINI
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2023)
v. 230728

3a Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	3b Administrator's EIN 06-1122239 3c Administrator's telephone number 303-469-3131
--	---

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN																				
5 Total number of participants at the beginning of the plan year	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;">5</td> <td style="text-align: right;">155</td> </tr> </table>	5	155																		
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	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;">6a(1)</td> <td style="text-align: right;">81</td> </tr> <tr> <td>a(2) Total number of active participants at the end of the plan year</td> <td style="text-align: right;">6a(2) 0</td> </tr> <tr> <td>b Retired or separated participants receiving benefits</td> <td style="text-align: right;">6b 0</td> </tr> <tr> <td>c Other retired or separated participants entitled to future benefits.</td> <td style="text-align: right;">6c 0</td> </tr> <tr> <td>d Subtotal. Add lines 6a(2), 6b, and 6c.</td> <td style="text-align: right;">6d 0</td> </tr> <tr> <td>e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.</td> <td style="text-align: right;">6e 0</td> </tr> <tr> <td>f Total. Add lines 6d and 6e.</td> <td style="text-align: right;">6f 0</td> </tr> <tr> <td>g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)</td> <td style="text-align: right;">6g(1) 0</td> </tr> <tr> <td>g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)</td> <td style="text-align: right;">6g(2) 0</td> </tr> <tr> <td>h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested</td> <td style="text-align: right;">6h 0</td> </tr> </table>	6a(1)	81	a(2) Total number of active participants at the end of the plan year	6a(2) 0	b Retired or separated participants receiving benefits	6b 0	c Other retired or separated participants entitled to future benefits.	6c 0	d Subtotal. Add lines 6a(2), 6b, and 6c.	6d 0	e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 0	f Total. Add lines 6d and 6e.	6f 0	g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)	6g(1) 0	g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g(2) 0	h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 0
6a(1)	81																				
a(2) Total number of active participants at the end of the plan year	6a(2) 0																				
b Retired or separated participants receiving benefits	6b 0																				
c Other retired or separated participants entitled to future benefits.	6c 0																				
d Subtotal. Add lines 6a(2), 6b, and 6c.	6d 0																				
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 0																				
f Total. Add lines 6d and 6e.	6f 0																				
g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item)	6g(1) 0																				
g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g(2) 0																				
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)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;">7</td> <td></td> </tr> </table>	7																			
7																					

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

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:
4C

9a Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input checked="" type="checkbox"/> General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input checked="" type="checkbox"/> 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) <input type="checkbox"/> R (Retirement Plan Information) (2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary (4) <input type="checkbox"/> DCG (Individual Plan Information) - Number Attached _____ (5) <input type="checkbox"/> MEP (Multiple-Employer Retirement Plan Information)	b General Schedules (1) <input checked="" type="checkbox"/> H (Financial Information) (2) <input type="checkbox"/> I (Financial Information - Small Plan) (3) <input type="checkbox"/> A (Insurance Information) - Number Attached _____ (4) <input type="checkbox"/> C (Service Provider Information) (5) <input type="checkbox"/> D (DFE/Participating Plan Information) (6) <input type="checkbox"/> 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 2023 Form M-1 annual report. If the plan was not required to file the 2023 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 _____
